Who Discovered Roger Rabbit?

By
Sherri Stoner & Deanna Oliver

20 November 1998

First Draft

FADE IN:

EXT. A FARM - KANSAS - 1938 - EARLY MORNING (FILMED IN B&W)

In the broad sweep of flat Kansas prairie that reaches to the edge of the sky in all directions stands a small gray farmhouse, a weathered gray barn, a humble field of corn. Ominous dark storm clouds gather to the north.

INT. FARMHOUSE/KITCHEN - CONTINUOUS

MA RABBIT makes breakfast. Once a pretty girl, the sun and wind have taken the blush from her cheeks and the sparkle from her eyes, leaving her a somber gray woman. GRANDMA RABBIT, an even grayer old woman, sets the table. PA RABBIT enters, pulling his suspenders on. Pa is a stern man who does not remember what joy is.

PA
Where's Hutch? There's a storm coming. I want to get the harvest in before it hits.

GRANDMA
You eat your breakfast. I'll find Hutch.

EXT. FARM/A BROKEN DOWN FENCE - CONTINUOUS

HUTCH RABBIT, a cocky small-town dreamer with uncommon determination and boundless energy, sits propped up against a fence post. He's lost in a PHOTOPLAY MAGAZINE, ignoring the fence he's supposed to be fixing. It's Photoplay's "Hollywood's Dynamic Duos" issue and on the cover are FRED ASTAIRE & GINGER ROGERS.

THE PHOTOPLAY magazine is open to a photo spread of the debonair LUCKY DRAKE & the glamorous GILLIAN FONTAINE. Gillian is a starry-eyed wholesome beauty. Although she's barely out of high school, she's already one of Hollywood's top musical stars.

HUTCH
Gosh. Gillian Fontaine...

Through Hutch's imagination, the photo of Gillian animates and she sings. Her song beckons Hutch to Hollywood, inspires him not to waste his life and talent in Kansas, asking "When the end credits roll, will you be who you dreamed you'd be?" Hutch imagines himself in Lucky's place, singing & dancing with Gillian. The song ends abruptly when out of Gillian's mouth comes the voice of:

GRANDMA (O.S.)
Dreaming of Hollywood again, Hutch?

Jolted back to reality, Hutch slams the magazine shut.

GRANDMA
(takes the magazine)
Better not let your Pa catch you reading this. You know what he says about you and your brother's dreams of being in the picture shows.

HUTCH
That it's a waste of time dreaming about something that'll never happen.

GRANDMA
He says that, but that's not what I was thinking.

HUTCH
That if we were meant to be in Hollywood we would have been born there.

GRANDMA
Nope, that's not what I was thinking either.

HUTCH
That a log has more talent than we do and we should just give it up.

GRANDMA
That's the one. But that don't mean he don't love you. Your Pa's a hard man gone through hard times what made him hard. Now go on, he's looking for ya.

Hutch heads off. Grandma sneaks a look into the Photoplay where Gillian continues to sing. Startled, Grandma drops the magazine and runs for the house.

EXT. CORNFIELD - CONTINUOUS

Hutch joins Pa who stares anxiously at the sky. From the far north, a low wail of wind. In the distance, the long prairie grass bows in waves before a coming storm. From the south, a sharp whistling in the air. The grass ripples from that direction as well. Pa's face darkens.

PA
There's a cyclone coming.

Ma rushes out onto the porch.

MA
Everybody in the storm cellar!

A great shriek of wind whips around them as Grandma, Hutch, Ma & Pa run towards the storm cellar. Pa struggles against the raging wind to pull open the storm cellar door.

MA
Wait...Where's your brother?

HUTCH
I'll get him!

Hutch can make no headway against the wind.

PA
There's no time!

Pa pulls him back and down into the storm cellar.

HUTCH
(as the doors are pulled closed)
Roger! Roger where are you?!

EXT. CARROT PATCH - CONTINUOUS

We PAN up and down the rows of carrots as they are pulled, one by one, down into the ground. From underground, we HEAR:

ROGER RABBIT (O.S.)
(sings "Three Little Fishies")
"Down in de meddy in a itty bitty poo, Fam fee itty fitty and a mama fitty, foo. Fim, fed de mama fitty, Fim if oo tan, And dey fam and dey fam all over de dam."

At the end of the last row, ROGER RABBIT pops up from underground with an armful of carrots.

ROGER RABBIT (CONT.)
"Boop boop dit-tem dat-tem what-tem Chu!"

His ears are blown back by the wind.

ROGER RABBIT (CONT.)
Ah, a refreshing breeze.

Roger turns his face towards the wind and suddenly his eyeballs pop with an SFX AAOOGAH!!!

ROGER'S POV - THE CYCLONE is heading straight at him!

DOWN ANGLE ON SCENE

Roger runs willy-nilly in every direction. The twister follows right behind him.

ROGER RABBIT
Yi-iiiiiiiiiiiiiiiiiiiiiiiiieee!

NEW ANGLE ON ROGER

Panicked, he runs TOWARDS CAMERA. The twister gains on him and sucks him up into it.

ROGER RABBIT
Yeee-oooooooooooooooooooow!

INT. TWISTER - CONTINUOUS

Roger is whirled, still screaming, UP PAST CAMERA. Then he is wind-whipped THROUGH FRAME over and over again, as if he's on a TILT-A-WHEEL ride.

INT. STORM CELLAR - CONTINUOUS

The storm rages above ground.

MA
I hope Roger's all right.

HUTCH
(uncertain)
Course he is Ma...

PA
Quit your frettin'. That boy's darn near indestructible.

INT. TWISTER - CONTINUOUS

Roger's face is contorted by extreme G-Force, his upper lip forced back over the top of his head. He tries to walk against the wind but the force is too great. His head is blown back OUT OF FRAME, stretching his neck out. Then his torso blows back, his legs and feet still churning against the wind. Finally, his legs and feet are blown backwards. He whips THROUGH FRAME again, this time riding on the back of a cow. The cow BELLOWS, terrified. So does Roger.

ROGER RABBIT
Aaaaaaaaaaaaaagh!!!!!

EXT. TWISTER - CONTINUOUS

The twister chews up the corn field.

INT. TWISTER - CONTINUOUS

Roger is pelted with ears of corn as they fly up into the twister. He turns TOWARDS CAMERA to reveal an ear of corn in his mouth stuck in his mouth like a smile. He spits it out.

Debris including an OUTHOUSE and pages ripped from the Photoplay Magazine erupt up towards him. Suddenly, a clothesline with clothes still pinned to it wraps around Roger and a BICYCLE slams into him sending him hurtling O.S.

Roger bicycles back INTO FRAME looking remarkably like Miss Gulch in the "Wizard Of Oz," courtesy the clothes on the clothesline.

INT. STORM CELLAR - CONTINUOUS

The horrific sounds of destruction stop. There is an eerie silence. Sunlight streams through the cracks in the cellar door. Pa pushes it open.

EXT. FARM - CONTINUOUS

Heartsick, Pa, Ma, Grandma & Hutch survey the damage. The corn is completely gone. The roof of the barn lies on the ground next to their tractor, broken beyond repair. The house stands untouched.

Hutch frantically searches the rubble for his brother.

HUTCH
Roger? Roger, where are you?

At the sound of an O.S. MOAN, the family turns to see ROGER'S FEET sticking out from underneath the outhouse, ala the "Wicked Witch of the East." Hutch throws open the door.

ANGLE INTO OUTHOUSE

Roger's upper body is smashed up through the floor. His eyeballs spin and toon moons & stars circle his head.

ROGER RABBIT
(woozy)
It's occupado.

He faints.

DISSOLVE TO:

EXT. FARMHOUSE - DAYS LATER

What the family could repair has been repaired. Pa walks down the road, coming home a broken man.

INT. BARN - CONTINUOUS

Hutch & Roger practice their SONG & DANCE ROUTINE, an up-tempo rendition of the song Gillian sang earlier. At the end of the number Grandma applauds.

HUTCH
Not bad, eh Grandma?

GRANDMA
Boffo!

ROGER RABBIT
We're sure going to wow 'em at the church social tomorrow.

PA (O.S.)
There'll be no church social.

The boys turn, surprised to find Pa glowering in the doorway.

PA
I just got back from the bank. I was hopin' they'd give us a little leeway on the mortgage, what with our losin' the crop and all...but since we're already three months behind, they gave us 'til the first to come up with the money. If we don't, they're going to repossess.

ROGER RABBIT
Repossess? Oh, no, not that! Oh the inhumanity!
(to Hutch)
What's repossess?

HUTCH
It means we're going to lose the farm.

Roger GASPS in horror.

HUTCH (CONT.)
Hey Pa, I've got an idea. Why don't we do what they did in "Farmer in the Dell?"

ROGER RABBIT
An RKO release, 1936, starring Lucille Ball and Fred Stone...

HUTCH
That family sold their Iowa farm and moved to Hollywood so their kids could become movie stars...

ROGER RABBIT
With hilarious hijinx and unexpected results!

The brothers smile at their Pa, hoping against all hope.

PA
How can I make you boys understand this? Show folk are different, they've got that special somethin' that sets 'em apart. Now, there's nothin' special about the Rabbits. Never has been, never will be. Much as I want there to be, there's just nothin' special about you or Roger.

We REVEAL Roger as he runs a bandana through his head and out both ears to clean them.

PA (CONT.)
Tomorrow mornin', bright and early, I want you boys to go down to the rendering plant and get jobs.

HUTCH
But Pa--

PA
I'm just tryin' to do what's right for my family. My decision is final.

DISSOLVE TO:

EXT. FARMHOUSE - LATER THAT NIGHT

Candlelight flickers in an upstairs window.

INT. FARMHOUSE/HUTCH & ROGER'S BEDROOM - CONTINUOUS

Two beds are on opposite sides of the tiny shared room. Roger sits at a desk, writing something. Miserable, Hutch stares out the window.

HUTCH
Why can't Pa accept the fact that I don't want to spend the rest of my life on this farm. I'm not like him. I'm different. Why can't he see that?

ROGER RABBIT
You just feel different because you were adopted. But you're as much a Rabbit as I am.

HUTCH
Actually, Roger, *you* were the one who was--

ROGER RABBIT
Was what?

HUTCH
Nevermind. What are you doing, anyway?

ROGER RABBIT
Practicing my "rendering."

He holds up a childlike drawing.

HUTCH
They don't *draw* at the rendering plant. It's where they boil down dead animals to make glue and fertilizer and dog food.

Roger turns positively plaid and looks ready to hurl when...

GRANDMA
(enters)
I say foo to the rendering plant!

She sets down for a spell.

GRANDMA (CONT.)
Just because your Pa wants to do what's right doesn't mean he does it. And it isn't right for me to sit by and watch your dreams die either.
(hands Hutch a document)
I want you boys to have this.

HUTCH
What is it?

GRANDMA
A voucher for a one way train ticket to Hollywood.

ROGER RABBIT
Where'd you get it?

GRANDMA
When I was a young girl I dreamed of going Hollywood just like you boys do. I even bought a ticket to go there. I wanted to be a Busby Berkley beauty.

She lifts her skirt and shows some lumpy leg.

ROGER RABBIT
Why didn't you go?

GRANDMA
Because the night before I was set to leave, your Grandpa asked me to marry him...Well, I traded in the ticket and kept that voucher all these years thinking I might some day go...but, I, well, I'm hoping it's still good. I want you to use it. Take your act to Hollywood while you're still young. Get yourselves parts in a motion picture and send the money back here to pay the mortgage.

HUTCH
Think we can do it by the first of the month?

GRANDMA
You have to. It's the only chance we have of saving the farm.

ROGER RABBIT
(mutters)
No pressure there.

DISSOLVE TO:

EXT. TRAIN STATION - ESTABLISHING - DAY

In the bustle of PASSENGERS waiting to board a westbound train, we find Hutch & Roger saying goodbye to Grandma. Hutch & Roger carry cheap cardboard suitcases.

HUTCH
First money we make, we'll send it right home.

GRANDMA
I know you will.

HUTCH
And tell Pa--

GRANDMA
I'll square it with your Pa, don't you worry about a thing. Here.

She presses a well-worn five dollar bill into Hutch's hand.

GRANDMA (CONT.)
(off Hutch's look)
Take it. Ya gotta eat.

CONDUCTOR (O.S.)
ALL ABOARD!

HUTCH
This is it, Roger!

Roger hugs Grandma.

ROGER RABBIT
How can I say goodbye?
(Groucho)
"Hello, I must be going."
(Olivier/Heathcliff)
"Goodbye my wild, sweet Cathy."
(Becky Thatcher)
"Bye Huck, honey. God bless you."
(Jimmy Stewart)
"The sheriff's been suddenly called out of town on urgent business. He'll be gone permanently."
(Hattie McDaniel)
"Goodbye, Miss Dolly, you sho' been mighty good to me even if they does hang you."

We FOLLOW Hutch as he pulls Roger towards the train.

HUTCH
Come on...
(excited)
This beats all, don't it, Roger? We're finally getting out of Kansas. We're finally going to get a chance to...What's wrong?

ROGER RABBIT
I'm scared...What if we don't make it?

HUTCH
Aw, we're gonna make it. Why, all we need is one lucky break. And heck, with your good looks and my savoir-faire, there's no way we're going to fail.

ROGER RABBIT
But what if I don't fit in, out there in Hollywood?

HUTCH
Trust me, Roger. Hollywood is just the place for a fella like you.

At the sight of the CONDUCTOR, Hutch yanks Roger behind a huge stack of luggage.

HUTCH
Remember, we've only got one ticket so...

ROGER RABBIT
I know the routine.

EXT. TRAIN BOUND FOR HOLLYWOOD - MOMENTS LATER

Grandma waves farewell as the train leaves the station.

INT. TRAIN/COACH CAR - CONTINUOUS

Hutch, his BACK TO CAMERA, moves down the aisle looking for a seat. The CONDUCTOR comes up behind Hutch.

CONDUCTOR
Ticket?

Hutch turns around to reveal his pants are comically bulged out from the belt down. The Conductor looks askance at him.

HUTCH
Hey, what are you staring at? Ain't you ever seen a guy with a goiter before?

CONDUCTOR
Sorry.

He looks down to punch Hutch's ticket; when he looks up, the bulge is gone.

CONDUCTOR (CONT.)
What happened to your goiter?

HUTCH
Moved around to the back. It does that sometimes.
(pointedly to Roger in his pants)
It's a real pain.
(pinched)
Ow!

PASSENGER
You gonna take my ticket, or what?

The Conductor turns to take the Passenger's ticket giving Hutch the opportunity to find his seat, next to a WOMAN who is, at that moment, removing the hatpin from her hat. As Hutch stows his suitcases, the woman sets her hat, hatpin up, down in the seat next to her. Hutch sits. On the hat. On the hatpin. Hutch rockets out of the seat and hits the ceiling.

ROGER RABBIT (O.S.)
Yeeeeeeeeeeee-owwwwwwwwwwwwwwwwwww!

Everybody stares as Hutch gyrates around the aisle, moved by the unseen toon in his pants.

CONDUCTOR
All right, what's your game?

HUTCH
(covering)
I'm a dancer.

CONDUCTOR
Oh yeah?

HUTCH
I just can't stop my happy legs. I'm a hoofer bound for Hollywood...

Hutch spasmodically "dances" down the aisle.

HUTCH (CONT.)
Gotta dance, gotta dance, gotta dance...

Hutch spots the hatpin stuck in the seat of his pants. He pulls it out and his pants "relax."

HUTCH (CONT.)
If you'll excuse me? I have to go take my goiter medication.

He rushes out into the next car.

CONDUCTOR
Hmmm. Wise guy, huh?

IN THE NEXT COACH CAR

The Conductor bursts in, looks around. The "wise guy" is nowhere to be seen. Hutch peeks out at him over a newspaper. The Conductor spots him and snatches the paper away.

CONDUCTOR
Show me what's in your pants.

Offended, the ELDERLY MATRON seated next to Hutch slaps the Conductor. Hutch slips away.

IN THE DINING CAR

The angry Conductor blasts in and finds Hutch at a table hidden behind a menu; the Conductor yanks it away;

CONDUCTOR
So, you say you're a dancer, huh? All right then, *dance*. And you'd better be good.

Propelled by the unseen toon in his pants, Hutch does an incredible dance over table tops, around the walls and on the ceiling. As he dances, a PASSENGER with a harmonica accompanies him. Eventually every PASSENGER joins in the accompaniment, playing spoons, glasses, etc., ala "Stomp."

Hutch slides down the aisle on his knees towards the Conductor. To punctuate the big ending, Roger pops out of the waistband of Hutch's pants.

ROGER RABBIT
Good enough for ya?

Hutch rolls his eyes and we...

CUT TO:

EXT. HIGHWAY - ON HUTCH & ROGER

Hitchhiking. Roger holds a sign: "HOLLYWOOD OR BUST." An S&W PRODUCE PANEL TRUCK pulls over. At an okay from the driver, Hutch & Roger roll up the back panel and jump inside.

<u>MONTAGE of the S&W TRUCK driving heading West, superimposed over STATE SIGNS</u>: "WELCOME TO COLORADO, THE CENTENNIAL STATE," "WELCOME TO UTAH, THE BEEHIVE STATE," "WELCOME TO NEVADA, THE SILVER STATE, "WELCOME TO CALIFORNIA, THE GOLDEN STATE."

INT. S&W TRUCK - DAYS LATER

Roger & Hutch ride among crates of turnips.

ROGER RABBIT
Another turnip?

Hutch, who looks a little sick, groans and waves the turnip away. We WIDEN to REVEAL that dozens of turnip tops litter the floor. The truck lurches to a stop.

DRIVER (O.S.)
This is it, fellas. Hollywood.

They scramble to their feet and as they move into the f.g., the panel door rolls up to reveal...

EXT. HOLLYWOOD BOULEVARD - EVENING - FILMED IN TECHNICOLOR

CAMERA BOOMS forward through the door to shoot a FULL SHOT of Hollywood Blvd. in its heydey.

HUTCH & ROGER

Jump down and gape, dazzled by the sights and sounds around them...the EQUITABLE BUILDING, the tallest building they've ever seen, palm trees, the BROWN DERBY...

ROGER RABBIT
Look at that!

A REDHEADED STARLET in a RED CONVERTIBLE with two DYED RED POODLES cruises by.

HUTCH
Look at that!

A TOON CONVERTIBLE driven by PRINCE CHARMING, SNOW WHITE in the passenger seat next to him, cruises by.

NEW ANGLE ON SCENE

The RED CAR rumbles by.

HUTCH
The Pantages!

They admire THE PANTAGES where a long line of PATRONS waits to get into see "Love Finds Andy Hardy." A sign announces: "COMING SOON: THE ADVENTURES OF ROBIN HOOD."

ROGER RABBIT
Robin Hood! Oh, please can we see it when it opens? Puh-leeze can we huh can we can we huh?

HUTCH
Sure.

ANOTHER ANGLE

We FOLLOW Hutch & Roger as they walk past the PLAZA ON THE VINE and THE MONTMARTE CAFE. They circumvent a gaggle of young BEAUTIES agog over the evening gowns in the display window of I. MAGNIN. A sign: "Schiaparelli Original, $38.00."

Hutch stops to gawk at a NEWSTAND. On practically every cover of every magazine is GILLIAN FONTAINE.

ROGER RABBIT (O.S.)
HUTCH!!! HELP!!

Hutch whirls around to find Roger surrounded by dozens of MOPPETS dressed as Shirley Temple look-alikes outside the HOLLYWOOD TOY STORE. A sign in the window of the toy store, over a display of hundreds of Shirley Temple dolls reads: "SHIRLEY TEMPLE LOOK-ALIKE CONTEST." The moppets hug and pet and giggle over the embarrassed Roger...they think he's cute.

Hutch rescues Roger. They continue down the Blvd. past the TAFT BUILDING where HOLLYWOOD AGENTS rush in and out with clients making deals, and past a MARKET with a glorious display of oranges.

EXT. MUSSO & FRANKS - CONTINUOUS

Hutch & Roger stop to stare at the CHALKBOARD MENU: "Broiled Filet Mignon, fresh mushrooms, Forestiere, potatoes Lorette, new peas $1.90."

ROGER RABBIT
A dollar ninety!

HUTCH
For that?!?

Hutch & Roger watch awestruck as CARY GRANT goes inside.

NEW ANGLE ON HUTCH & ROGER

As they walk among the BEAUTIFUL YOUNG PEOPLE who stroll the Boulevard of Dreams. Hutch nudges Roger and points across the street. Roger breaks into a huge smile of admiration.

THEIR POV - THE EL CAPITAN

Now playing: "THE BIG BROADCAST OF 1938" and "MICKEY'S TRAILER." MICKEY MOUSE & DONALD DUCK & GOOFY stand outside the theatre, surrounded by fans, signing autographs.

BACK ON HUTCH & ROGER

ROGER RABBIT
(smiles)
You're right, Hutch. Hollywood's the place for me.

EXT. HOLLYWOOD ROOSEVELT - MOMENTS LATER

Hutch & Roger gaze at the beautiful hotel.

ROGER RABBIT
The Hollywood Roosevelt.

HUTCH
This is where Fred Astaire stayed when he first hit town.

ROGER RABBIT
Think we can afford it?

HUTCH
One way to find out.

INT. HOLLYWOOD ROOSEVELT - MOMENTS LATER

Roger & Hutch enter the elegant lobby. They pass the open doorway leading into the CINEGRILL where diners dine to soft piano music. Roger stops to peer into the Cinegrill. Hutch walks up to the front desk.

DESK CLERK
(on phone)
Yes, Mr. Cagney. We have several rooms available...Very good. See you then.

He hangs up and peers over his reading glasses at Hutch.

HUTCH
Good evening. I am Hutch Rabbit and--

DESK CLERK
You came to Hollywood seeking fame and fortune leaving your dear old mother and father behind in Ohio.

HUTCH
Kansas.

DESK CLERK
Whatever. How long will you be staying with us?

HUTCH
I'm not really sure.

DESK CLERK
Our cheapest room is ninety eight dollars a week.

ROGER RABBIT
(moves in)
Sheesh, no wonder actors salaries are so high.

DESK CLERK
(eyes Roger)
I'm sorry, I just realized, we're all booked up.

HUTCH
Say, what gives?

DESK CLERK
Perhaps you would have better luck at this establishment.

He hands Hutch a business card advertising "THE AAOOGAH ARMS. ANIMATED ACCOMODATIONS."

DESK CLERK (CONT.)
It's quite reputable, I assure you. Everyone from Betty Boop to Porky Pig to Flip the Frog stay there.

ROGER RABBIT
(eyes filled with stars)
Wow, we're going to be hobnobbing with the hoity paloy and bunking with the blue bloods! Yahoo!

Roger snatches the card and zips out of the hotel.

HUTCH
I see what's going on here, buddy, and I don't care for it either. My brother and I don't want to stay in this dump anyway. We'll find a better hotel.

DESK CLERK
I'm afraid when it comes to you and your "brother" you'll find that they too are all "booked up."

FOLLOW HUTCH

As he heads for the door, he stops suddenly. From O.S. the lilting sound of familiar LAUGHTER draws him into...

THE CINEGRILL

Hutch looks around and finds her.

HUTCH'S POV - GILLIAN FONTAINE

Seated at a table with the handsome devil LUCKY DRAKE and R.K. MAROON, quintessential Hollywood tycoon. In the b.g., a CROONER croons on the Cinegrill stage.

GILLIAN
(laughs)
And Ruby Keeler said, "A dream ballet? Not in my lifetime!"

The party laughs, enjoying Gillian's anecdote.

HUTCH

Enchanted by Gillian, moves closer. He is concealed from their view by a potted palm.

ON GILLIAN, R.K. MAROON & LUCKY DRAKE

GILLIAN
So come on, R.K. you said you had a monumental idea. What is it? I'm just dying of curiousity. Spill the beans, will ya?

R.K. MAROON
It's a doozy. Picture this: Gillian Fontaine and Lucky Drake starring in the big budget musical...
(pauses for effect)
"Jack & The Beanstalk."

GILLIAN
That's your monumental idea?

R.K. MAROON
Well, guess who the director is?

LUCKY
Cukor?

GILLIAN
Fleming?

LUCKY
Thalberg?

R.K. MAROON
Fritz.

GILLIAN
You can't mean Fritz Fritz? The one who directed "Was Ist Das?"

R.K. MAROON
He's our man.

LUCKY
He's brilliant. A genius! Isn't he?

R.K. MAROON
When word got around he wanted to work Stateside, every studio in town was after him. I got him.

Hutch slips into a booth closer to them.

GILLIAN
But still, R.K, really, you've got something else up your sleeve I just know it.

R.K. MAROON
We are going to outboffo Disney's "Snow White." R.K. Maroon's "Jack & The Beanstalk" will be the first musical of its kind. Starring humans and toons together.

Hutch reacts...the perfect picture for The Rabbit Brothers!

GILLIAN
Why that's the best idea you've had since "Girl Nutty."

LUCKY
Toons? I mean, they're good for a few laughs, but who wants to work with them?

GILLIAN
Oh, Lucky, don't be a spoilsport.

R.K. MAROON
You don't like my idea?

LUCKY
Is that how I came off? R.K., you know I think all of your ideas are brilliant. A toast! To R.K. Maroon! And to the success of "Jack & The Beanstalk."

R.K. MAROON
It'd better be a success. I'm hocking the studio to produce it.

GILLIAN
(yawns)
I'm all in. Shall we call it a night?

They rise.

MAMA ROSE LEE (O.S.)
Park it.

They look around and down at MAMA ROSE LEE, a short bowling ball of a toon who looks like she's got a hundred pounds of tapioca in her dress.

MAMA ROSE LEE
Nobody's going anywhere until you see my baby sing. She's perfect for your picture, Mr. Maroon. She's young, she's sweet, she's innocent, she's got talent bustin' out all over.

LUCKY
I'm not going to--

He's slammed back into his chair by Mama Rose Lee, who has the strength of ten gorillas.

MAMA ROSE LEE
Yes you are.

GILLIAN
Of course. We'd love to hear your daughter sing.

Mama Rose Lee smiles a huge smile displaying lots of teeth. She waddles over to the piano. She hip-slams the human player off the stool and sits down, disappearing behind the piano. She begins to play.

LUCKY
Hate to see what *her* daughter looks like.

He looks up to the stage and his jaw drops when the curtain parts to reveal *her* daughter...

JESSICA ROSE LEE

She is dressed in a plaid skirt, patent leather mary-janes, bobby socks and a white peter pan collared blouse bursting at the seams revealing lots of cleavage. She wears a bow in her hair and carries a lollipop.

JESSICA ROSE LEE
(sings "Good Little Girl")
My mama made me promise to be good.
She told me what I shouldn't do--and should.
And though I'm just a tot,
And mama said a lot,
Most of it I think I understood...

As she continues to sing, Jessica moves around through the dining room. Everyone is agog at her womanly charms.

JESSICA ROSE LEE (CONT.)
My mama told me, always share--
Give out your goodies fair and square.
I've given mine most ev'rywhere,
Because I'm a good little girl.

A WOMAN whacks her oggling milquetoast HUSBAND.

JESSICA ROSE LEE (CONT.)
My mama told me, be polite--
Make sure you treat your playmates right.
I treat 'em right with all my might,
Because I'm a good little girl.

MAMA ROSE LEE
Sparkle, baby, sparkle!

JESSICA ROSE LEE
Oops!
Oops!
Please pardon me sir--
My mama told me not to tease.

At the sight of Jessica, a WAITER loses his grip. His tray of food crashes to the floor.

JESSICA ROSE LEE (CONT.)
Oops!
Oops!
According to her,
Girls should always aim to please.
My mama told me, never pout--
(MORE)

JESSICA ROSE LEE (cont'd)
Smile and you'll make good feelings sprout.

Jessica passes a bottle of champagne and it pops its cork.

JESSICA ROSE LEE (CONT.)
I've made 'em sprout for miles about!
Dont'cha like my manners?
Thought you would!
Cause this little girl is good!

(DANCE BREAK)

MAMA ROSE LEE
That's it, baby! Show 'em what you've got!

Hutch can't take his eyes off Jessica; he's never seen a woman like her. Not even in the movies.

MAMA ROSE LEE
(to R.K.)
Is that talent, or what? I taught her everything she knows.
(to Jessica)
Do your splits, baby!

She does. Right at R.K.'s table. The cigar in his mouth rises to salute her. In the b.g., Hutch watches R.K.'s obvious interest in Jessica and an idea crosses his face.

JESSICA ROSE LEE
Oops!
Oops!
Forgive my faux pas!
I really ought to act my age.
Oops!
Oops!
According to Ma,
I am at that awkward stage.

My mama told me, niceness counts--
Good girls'll give that extra ounce.
I give my ounce some extra bounce!
So won'tcha tell my mama
If you could
That her little girl is real, real good!
(spoken)
Why don'tcha come on over to play sometime?

The audience APPLAUDS & WHISTLES.

MAMA ROSE LEE
(to R.K.)
Well?

R.K. MAROON
(gulps)
I think we can find a place for her in my...picture.

Jessica picks up her Mama and hugs her.

JESSICA ROSE LEE
Oh, Mama!

MAMA ROSE LEE
You're on your way, baby.

EXT. HOLLYWOOD ROOSEVELT - CONTINUOUS

Hutch rushes out. Where's Roger?

EXT. GRAUMAN'S THEATRE - CONTINUOUS

Roger stands in the courtyard. Hutch spots him and runs across the street.

HUTCH
Roger! Our lucky break! I think I found it! Come on!

ROGER RABBIT
I'm not moving.

HUTCH
What are you talking about? What do you think we're here for?

ROGER RABBIT
You're not going to get me to budge from this spot.

HUTCH
Are you nuts? What is your problem?

ROGER RABBIT
My feet are stuck.

In cement. Hutch quickly tries to yank Roger out of it.

ROGER RABBIT (CONT.)
I wanted to see if my feet were smaller than Marlene Dietrich's. The cement was still wet. Who knew?

INT. HOLLYWOOD ROOSEVELT/THE LOBBY - CONTINUOUS

R.K., Gillian, and Lucky are on their way out. Mama Rose Lee waddles out of the Cinegrill followed by Jessica. The desk clerk intercepts them.

DESK CLERK
I'm sorry, I'm going to have to ask you to go out the back way.

R.K. MAROON
(waves off the clerk)
Aw, why don't you go find a room to haunt?
(to Mama)
Listen, I'm throwing a party tomorrow night. Be there. But get her over to the studio, see Irma in wardrobe...I want her in something more...actually, something less.

EXT. HOLLYWOOD ROOSEVELT - CONTINUOUS

Across the street, Hutch & Roger perform their act. A small CROWD gathers to watch. Just as R.K.& Company come out of the Roosevelt, a GARBAGE TRUCK pulls in between them and the Rabbit Brothers. When the garbage truck pulls away, R.K. & Company are gone. Someone tosses the disappointed Rabbit Brothers a penny.

DISSOLVE TO:

EXT. THE WAREHOUSE DISTRICT - LATER THAT NIGHT

Roger & Hutch hop off their freeloader's seat on the back of the RED CAR. We FOLLOW them as they walk past THE ACME GAG FACTORY and into a dark and deserted alley between warehouses. They come out upon a huge expanse of undeveloped property. At the edge of the property, a seedy building. A modest sign reads: "AAOOGAH ARMS."

INT. AAOOGAH ARMS - CONTINUOUS

Hutch & Roger step inside. Hutch ducks out of the way of a flying brick.

HUTCH & ROGER'S POV - THE LOBBY

It's toony bedlam. IGNATZ MOUSE rips another brick out of the fireplace and hurls it at KRAZY KAT. It beans her and TOONY HEARTS pop out of her head. A TOON TREE sits by the fireplace reading "Petrified Forest." He tears off a limb and tosses it into the TOON FIRE which gobbles it up.

FELIX THE CAT plays cards with GRAMPY.

GRAMPY
Go fish.

Felix removes his tail, uses it as a rod and casts off out a window.

In a corner of the lobby, a MAN (human) plays piano, underscoring all of the toony action that takes place in the lobby. On an easel, a sign: "CARL STALLING, UNDERSCORING NIGHTLY."

HUEY, LOUIE & DEWEY careen around the lobby on their tricycles playing polo with a rolled-up TOON HEDGEHOG.

BETTY BOOP sits on a lobby divan next to PETUNIA PIG.

BETTY BOOP
I can't room with you, Petunia. I'm kosher.

The DO DO BIRD swings from the chandelier.

DO DO BIRD
Vo-do-dee-oh.

ALICE the GOON picks over apples THE HAG from "Snow White" is trying to sell.

NEW ANGLE ON SCENE

Hutch & Roger hurry by the hag and up to the FRONT DESK where HORTENSE the OSTRICH is crammed into a tiny bird cage. Hutch notices a sign: "Please Ring Bell." He does. SFX EARSPLITTING AAAOOOOOOOGAH! EGGHEAD pops up from behind the counter.

EGGHEAD
Yessssss?

HUTCH
Uh...We'd like a room?

EGGHEAD
Of course you do. Everybody does. Sign, please.

Egghead lifts his head out of its socket and tips it like a hat and turns to find a key. Hutch picks up the feather tipped pen to sign the register, dips it in the inkwell, and KO KO the CLOWN pops up out of the inkwell, a bit miffed at being poked with the pen.

GRAMPY
Where you from?

ROGER RABBIT
Kansas.

GRAMPY
Hmmm, I would've guessed Warner Bros.

Felix reels in a TOON FISH through the window.

Suddenly, behind Hutch & Roger, BLUTO comes flying through a wall. Bluto's face is covered with lipstick kisses. He lands sprawled out at the feet of Felix. Startled, an EXCLAMATION POINT pops out of Felix's head.

Through Bluto's toony outline left in the wall, we see OLIVE OYL on a divan, an open can of spinach on the coffee table. POPEYE steps into the toony outline and shakes his fist at Bluto.

POPEYE
I takes all I takes and I can't takes no more! Olive Oyl's my goil!

As Popeye MUTTERS his way to Olive Oyl's side, Felix uses his EXCLAMATION POINT like a billy club and whacks Bluto.

The SOUND of a LOUD HAMMERING draws Hutch & Roger's attention to A TOON PENGUIN -- The little guy hammers a notice onto a BULLETIN BOARD, using an enormous oversized hammer.

Hutch cranes to look at the Bulletin Board: "Cel Mate Wanted," "Certificates of Authenticity Issued, No Questions Asked--Call Shifty Squirrel," "Wanted, Friendly Ghost for Future Project."

Hutch eyes the notice the Penguin posted:

"WAITERS WANTED - SATURDAY NIGHT PARTY AT R.K. MAROON'S - CALL CELEBRITY CATERING at KEYSTONE FOUR EIGHT TWO THREE."

EGGHEAD
Your key, sir.

Hutch takes the key, an ANIMATED SKELETON KEY with CHATTERING TEETH. He and Roger head for the elevator.

GRAMPY
It's out of order. You'll have to ride the dumb waiter.

We ZIP PAN to a reveal a huge toon DUMB WAITER.

DUMB WAITER
(twiddles his lips)
Duh.

INT. AAOOGAH ARMS - THE STAIRWELL

Roger, piggybacked on Hutch, is piggybacked on The Dumb Waiter who carries them swiftly up the stairs.

INT. HALLWAY - CONTINUOUS

The Dumb Waiter carries Roger & Hutch down the hallway. The TOONERVILLE TROLLEY clangs past them. They pass the BIG BAD WOLF who blows down a door revealing THE THREE LITTLE PIGS inside, singing "Who's Afraid Of The Big Bad Wolf?" The Dumb Waiter unceremoniously dumps Roger, Hutch and their suitcases at the end of the hallway. Roger glances out the fire escape window where TOON TERMITES devour a wooden terrace.

DUMB WAITER
Duh, termite terrace.

INT. ROOM - CONTINUOUS

Hutch opens the door, switches on the lights and is relieved to find the room is quiet and cozy. Roger unpacks his clothes--numerous duplicate copies of what he's wearing.

HUTCH
Roger, remember "A Star Is Born?"

ROGER RABBIT
Janet Gaynor played Esther Blodgett who eventually became Vicki Lester...

HUTCH
And she got seen by that bunch of Hollywood bigshots by posing as a waitress at a party. So what I'm thinking is, that's what we'll do at Maroon's party.

ROGER RABBIT
Pose as waitresses?

HUTCH
No. Waiters.

ROGER RABBIT
I get it...Wait a minute, can we do that? Can we steal somebody's else's ideas? Doesn't that make us morally bankrupt?

HUTCH
Think of it as an homage.

ROGER RABBIT
Brother, you've got a future here in Hollywood.

CUT TO:

EXT./INT. CELEBRITY CATERERS - DAY

The tightly-wound, pretentious CATERER shakes his head "no" to Roger & Hutch who stand before him and points to the TOON PENGUINS he has hired as waiters.

ROGER RABBIT (V.O.)
Dearest Mater, Pater and Grandmater: Hooray for Hollywood! We've already taken a power meeting with one of Tinsel Town's biggest players...

Hutch & Roger are shown the door.

CUT TO:

EXT. CELEBRITY TUXEDOS - LATER THAT DAY

Roger and Hutch on the lookout for...

ROGER RABBIT (V.O.)
And Hutch has a lot of swell ideas on how we can make it to the top...

THE CELEBRITY CLEANERS TRUCK

A delivery man wheels a rack of tuxedos out of the truck. Hutch walks down the street past him. Suddenly, Hutch slips and falls, holding his leg and groaning in pain. The delivery man rushes to his side.

In the b.g., Roger swipes two freshly cleaned tuxedos off the rack. Once Hutch sees Roger make the steal, he jumps up, thanks the man and saunters away.

ROGER RABBIT (V.O.)
He says all we have to do is do what we do best and success is sure to follow...

INT. FARMHOUSE/THE LIVING ROOM - DAY

Ma, Pa & Grandma read the letter from Roger.

ROGER RABBIT (V.O.)
Meanwhile, I am proud to enclose the revenues of our first-ever paying gig, a little impromptu engagement just outside the Cinegrill.

Pa holds up the penny.

ROGER RABBIT (V.O.)
Love you, miss you, your son, Roger.

DISSOLVE TO:

ESTABLISHING - R.K. MAROON'S BEVERLY HILLS MANSION - NIGHT

Hundreds of FANS cheer as limos pull in through the ornate wrought iron gate and make the circular drive up to the marble steps leading into the mansion.

At the top of the steps stands WALTER WINCHELL, broadcasting live as the HOLLYWOOD ELITE stream past him.

WALTER WINCHELL
Good evening Mr. & Mrs. North America and all the ships at sea. Flash! Beverly Hills, the grand estate of movie mogul R.K. Maroon. Host to a gala event honoring German Film Director, Fritz Fritz. The stars are all out tonight, ladies and gentlemen. You should see them pouring in with that boopy look in their big blue eyes. Gorgeous girls. Brunettes who used to be blondes. Blondes who were once brunettes. And here's Gillian Fontaine, her lucky co-star Lucky Drake and tonight's guest of honor...

Gillian Fontaine, in a Schiaparelli strapless gown, ascends the steps with Lucky Drake and FRITZ FRITZ, a grandiloquent German "artiste" who delights in taking center stage.

GILLIAN
Hello, Walter.
(into the microphone)
Hello, fans. I want to introduce you to a new friend of mine, a really swell chap who's come all the way from the Black Forest of Germany to direct our new picture. Mr. Fritz Fritz.

FRITZ FRITZ
(too close to the microphone)
Hello. Tonight, I party. Tomorrow, I rearrange the face of the American cinema. Gutenacht!

With a swirl of his cape Fritz ushers Gillian & Lucky inside.

WALTER WINCHELL
And now here's to beauty, laughter, romance, music! On with the biggest party ever given in Hollywood!

INT. MANSION - CONTINUOUS

CAMERA BOOMS inside, down a hallway and into the palatial, lavishly decorated main room--stunning in white and gold. Center is a magnificent FOUNTAIN OF CHAMPAGNE featuring a mechanized larger-than-life STATUE OF NEPTUNE surrounded by adoring water nymphs.

Beyond the fountain is a dance floor where a BAND SHELL rises up out of the floor carrying with it THE ORCHESTRA MEMBERS who each sit on their own shell-shaped platform, ala "Hollywood Party." MUSIC fills the room.

We PAN past CHARLIE CHAPLIN talking with BEN TURPIN, HAROLD LLOYD, and DAFFY DUCK. We CONTINUE PAN past EDWARD G. ROBINSON laughing it up with KATHERINE HEPBURN and SPENCER TRACY to where GILLIAN chats with BING CROSBY. CONTINUE PAN past GENE AUTRY who removes his hat and greets a flirtatious MAE WEST, and past horny LEO SINGER MIDGETS who surround a confused SNOW WHITE. PAN stops on CLARK GABLE.

CLARK GABLE
(down to someone O.S)
And people say *I* have big ears.

We REVEAL he is talking to DOPEY who wiggles his ears.

NEW ANGLE ON SCENE

Through an expansive picture window, guests turn to see GOOFY on a diving board, comically preparing to dive. He launches into a spectacular swan dive and hits the concrete next to the pool. Everyone laughs, including...

CHAPLIN
(to Ben Turpin)
How can we even compete? Toons do bits like that and don't even get hurt.

A YOUNG STARLET
I can't stand them. If I'd known there were going to be toons at this party, I wouldn't have come.

EDWARD G. ROBINSON
Get used to it, see, Maroon loves toons, see...

ANGLE ON FRITZ FRITZ

Fritz Fritz, a martini in one hand, a long cigarette holder in the other, is surrounded by sycophants, including several AGENTS, ATTORNEYS, DEVELOPMENT EXECUTIVES and the harried, overworked ASSISTANT DIRECTOR for "Jack & The Beanstalk."

FRITZ FRITZ
When R.K. came to me with his beanstalk project, at first I said no. Such a film with the toons and the musicality, it is not right for me. I am an artist. An artist does not do blockbuster work. But R.K. can be very persuasive and eventually he offered me what I wanted--

ASSISTANT DIRECTOR
(aside to an agent)
Three hundred thousand dollars.

FRITZ FRITZ
His personal commitment to making the film a work of art.

INT. KITCHEN - CONTINUOUS

We FOLLOW the CATERER through the kitchen as he appraises the work of his ASSISTANTS.

CATERER
More garlic...easy on the cream...it's burning...do you call this a garnish?
(turns)
Ah. The waiters.

He moves down a line of TOON PENGUIN WAITERS who stand at attention.

CATERER (CONT.)
My reputation and the reputation of Celebrity Catering is in your hands...er...wings. You are here to serve and to serve with dignity. To blend in and not stick out.

He pauses to frown at ROGER & HUTCH, wearing tuxedos.

CATERER (CONT.)
I didn't hire you.

ROGER RABBIT
You most certainly did.

CATERER
I did not.

ROGER RABBIT
Did too.

CATERER
Did not.

ROGER RABBIT
Did too.

CATERER
Did not.

ROGER RABBIT
Did not.

CATERER
Did too.

ROGER RABBIT
Did not.

CATERER
Listen you, I hired you and I can fire you too if you continue to contradict me.
(continues down the line)
Be as discreet as possible and above all, do not fraternize with the guests.
(opens the door)
Now go be of use.

The toon waiters file out in perfect synchronization, their trays loaded with hors d'oeuvres held high above their heads.

CATERER (CONT.)
(as they file past)
Dignity, dignity, carry yourselves with dignity.

INT. MAIN ROOM - CONTINUOUS

As the penguin waiters scurry off, Hutch pulls Roger aside.

HUTCH
Good thinking, Roger. Now listen, I'm going to try to get through to Maroon. You work the room...Mention the Rabbit Brothers every chance you get.
(as he moves off)
But be discreet.

ROGER RABBIT
(to himself)
Be discreet.

ON FRED ASTAIRE & SONJA HENIE

FRED ASTAIRE
So get this, Myrna Loy had the nerve to say to me--

ROGER RABBIT
(pops up between them)
Crudite?

FRED ASTAIRE
(takes an appetizer)
Anyway, as I was saying, Myrna, who was extremely upset said--

ROGER RABBIT
(pops up again)
I sure wish I could dance with The Rabbit Brothers!

ON HUTCH

Looking for R.K. Maroon, Hutch peers into...

THE DEN

Where BORIS KARLOFF, BELA LUGOSI, PETER LORRE & WINK DILLY are sequestered, playing poker. Wink Dilly is an ominous-looking man whose soulless black eyes are sunk into his pasty white face like two raisins in a bowl of oatmeal. Flanking Wink are two nasty-looking TOON HYENAS, dressed in the swing style of the day.

HUTCH
(scared)
Rumaki?

HYENA #1
Reverse it.

HYENA #2
Amscray.

WINK DILLY
Or don't you respect a man's privacy?

HUTCH

Does reverse it, fast, backing into the bar.

HUTCH
(re: Wink Dilly)
What's his problem?

HUMPHREY BOGART swivels on his barstool to face Hutch.

BOGART
Ever hear of "It's A Dilly" cartoons?

HUTCH
Sure. "If it's silly, it's a dilly."

BOGART
That's Wink Dilly himself. Used to be a laugh riot, 'til somebody stole his best work. Maroon wants him to work on Beanstalk but it ain't gonna happen. The guy's practically a hermit. I'm surprised he even showed up.

HUTCH
What's with the hyenas?

BOGART
Ink and Dink? They make sure nobody gets close to Wink.

Hutch spots R.K. across the room LAUGHING with CARY GRANT.

HUTCH
There's Maroon. I gotta talk to him.

BOGART
There aren't any real waiters in Hollywood, only out-of-work actors. Here kid, why don't you take R.K. a scotch on the rocks. He looks thirsty.

HUTCH
Thanks.

Just as Hutch makes a bee-line for R.K., the ORCHESTRA strikes up a TUNE and the dance floor is immediately swarmed by DANCERS, blocking Hutch's way. They're doing the LAMBETH WALK - the hottest dance of 1938 where couples strut and jerk their thumbs in the air to the exclamation "Oy!"

ON BETTE DAVIS & DAVID O'SELZNICK

BETTE DAVIS
If you're not going to cast me as Scarlett O'Hara, then who *are* you going to cast?

ROGER RABBIT
(passing by)
Rabbit Brothers.

Roger tosses Bette an appetizer.

ON DAFFY DUCK

DAFFY DUCK
You sound familiar. Do I know you?

We REVEAL he's speaking to MEL BLANC.

ROGER RABBIT
(passing by)
Rabbit Brothers.

Roger jams an appetizer into Mel's mouth.

ON JIMMY STEWART

JIMMY STEWART
And I ah-ah-ah-ah-ah-ah-ah-ah-ah-ah---

We REVEAL he is speaking to PORKY PIG.

PORKY PIG
I co-co-co-co-co-completely agree.

A toony sign: "RABBIT BROTHERS" shoots in between them and back out again.

ON HUTCH

His tray held high, he tries to squeeze through the packed dance floor.

ROGER RABBIT
(passing by Hutch)
People in this room won't soon forget our name.

All of the dancers, including the Assistant Director, pause mid-Lambeth walk to wryly add:

ALL
Rabbit Brothers.

The dance continues and Hutch is accidentally knocked into the back of a woman. The drink for R.K. spills down her back.

HUTCH
Geez, I'm sorry.

She turns. It's Gillian. Hutch freezes, dazzled.

GILLIAN
(teasing)
Well, looks like the drink's on me.

HUTCH
I'm really sorry, I wasn't looking...It's crowded...Gosh, I...uh...You're making me nervous...Do you have to be so pretty?

GILLIAN
Say, that's the pick-up line from "Girl Nutty."

HUTCH
It is? I wouldn't know.

ROGER RABBIT
(pops up next to them)
Oh, puh-leese, you saw "Girl Nutty" thirty three times.

GILLIAN
(flattered)
You did?

Hutch is mortified, but puts on a brave face.

HUTCH
Uh, yeah, actually...

ROGER RABBIT
He knows all the steps to every dance and all the words to every song.

GILLIAN
You do?

HUTCH
(laughs off his embarassment)
Well, yeah. I guess I do...

ROGER RABBIT
He thinks you're swell, Miss Fontaine.

Hutch glares at Roger.

GILLIAN
Call me Gillian.

ROGER RABBIT
Gillian, he sure thinks you're swell.
Don'tcha sport?

Roger playfully punches Hutch on the arm.

HUTCH
And thank you for bringing it up...*kiddo*.

Hutch not-so-playfully punches Roger's arm.

ROGER RABBIT
In fact, my brother calls you the girl of his dreams. Isn't that right, *snookums*?

Roger even more playfully socks Hutch on the shoulder, knocking him O.S.

GILLIAN
You're brothers?

ROGER RABBIT
(whispers)
He's adopted but don't say anything about it, he's sensitive.

GILLIAN
(whispers)
I won't.

MAE WEST (O.S.)
Gillian!

MAE WEST moves INTO SCENE and steers Gillian away from Hutch.

MAE WEST
The girls want to hear where you told Errol Flynn to stick his sword.

GILLIAN
(back to Hutch)
See you in the pictures.

Hutch looms in over Roger.

HUTCH
Can I have a word with you, *snookums*?

ROGER RABBIT
I believe I'm wanted on the veranda.

And he zips O.S.

ON FRITZ FRITZ

FRITZ FRITZ
I find the American musical, the "Top Hat," "Show Boat," "Naughty Margarita" to be completely void of any deep meaning whatsoever.

We REVEAL he's speaking to SHIRLEY TEMPLE.

SHIRLEY TEMPLE
But post-depression audiences demand escapist cinema. The false icons, unattainable realities and sham luxury feed the American dream.

Roger Rabbit tap dances THROUGH FRAME.

ROGER RABBIT
Rabbit Brothers Rabbit Brothers Rabbit Brothers!

Roger tap dances straight into a man's legs. FOLLOW ROGER'S GAZE UP into the furious face of the CATERER.

ROGER RABBIT (CONT.)
(small; sheepish)
Rabbit Brothers?

EXT. HOLLYWOOD - NIGHT - CONTINUOUS

Roger arcs over the horizon and smashes straight into the HOLLYWOODLAND SIGN. On impact, the "land" part of the sign falls.

INT. R.K. MAROON'S MANSION - CONTINUOUS

Mama Rose Lee stands in the entryway.

MAMA ROSE LEE
Get in here, Jessica Rose Lee.

JESSICA ROSE LEE (O.S.)
No, Mama, I don't want to. I look awful.

MAMA ROSE LEE
I know, baby. The polka dot party pinafore I picked out suited you better, but R.K. chose that one.

JESSICA ROSE LEE (O.S.)
Can I keep my coat on?

MAMA ROSE LEE
Whatever.

Jessica steps INTO FRAME wearing a long fur coat.

COAT CHECK MAN
Your coat please?

Jessica reluctantly lets him help her off with her coat to reveal she is now wearing her SIGNATURE RED DRESS. At the sight of Jessica, the room falls silent.

ON R.K. MAROON

A fresh drink on his tray, Hutch makes it to R.K.'s side.

HUTCH
Mr. Maroon, if I could just have a minute? My brother and I--

R.K. MAROON
(adjusting his tie)
Not now, kid.

R.K. takes the scotch and makes his way towards...

JESSICA ROSE LEE

Who breaks the silence.

JESSICA ROSE LEE
Hello everybody. My name is Jessica Rose Lee.
(points, ala "Gypsy")
What's yours?

A QUICK SERIES of lusty REACTION SHOTS from BOB HOPE, ERROL FLYNN, WALLACE BEERY, GARY COOPER and MARLENE DIETRICH.

NEW ANGLE ON JESSICA

BETTY BOOP
(leans in)
Gee, Jessica, you could have any man in the joint.

JESSICA ROSE LEE
Yeah. But I don't want just any man. I want someone who can make me laugh.

MAMA ROSE LEE
(waddles into scene)
Here comes R.K., baby. Make nice.

JESSICA ROSE LEE
Aw, Mama.

MAMA ROSE LEE
Do it for your career.

R.K. MAROON
Now you look like a star.

MAMA ROSE LEE
I was just telling Jessica how great she looks in that dress, R.K.

R.K.'S SECRETARY, a Thelma Ritter type, nabs R.K.

R.K.'S SECRETARY
Hate to break up your little pow-wow, but you've got a plane to catch.

R.K. MAROON
Ahhhh! If you ladies will excuse me...

ANGLE ON THE STAGE

R.K. Maroon signals the BAND LEADER who plays a FANFARE. Everyone gathers around.

R.K. MAROON
I want to thank everyone for coming out tonight to honor Fritz Fritz.

ON FRITZ FRITZ

Full of himself, he bows three times, flourishing his cape.

BACK ON R.K. MAROON

R.K. MAROON (CONT.)
Unfortunately, I have to take a meeting with my money men in New York so--

The CROWD reacts, disappointed.

R.K. MAROON (CONT.)
Now, now, I want you kids to party all night long...And I promised Gillian and Lucky would dance a little something from "Girl Nutty," so here they are!

The CROWD APPLAUDS as Gillian bounds up next to R.K.

R.K. MAROON (CONT.)
Where's Lucky?

GILLIAN
I have no idea.

EXT. MANSION/MOONLIT GARDEN - CONTINUOUS

Lucky sits in a hammock, his arms around OLIVE OYL. He whispers in her ear.

OLIVE OYL
Oh, Lucky! Not here!

LUCKY
You're right. Come on.

They slip off into the night together.

INT. R.K.'S MANSION - ON GILLIAN & R.K. MAROON

An awkward moment. The GUESTS restless. No Lucky.

R.K. MAROON
Sorry folks, looks like the dance is off.

The crowd reacts, disappointed.

GILLIAN
(spots Hutch)
What about you? Want to dance with me?

HUTCH
Huh?

GILLIAN
(to the guests)
He knows all the steps to every dance
and all the words to every song,
(playfully)
Don'tcha sport?

R.K. MAROON
But Gillian, he's a *waiter*.

GUESTS
(overlapping)
We want to see him dance./ Come on,
R.K./We could use a few laughs!

FRED ASTAIRE
Let the waiter dance with Gillian!

R.K. MAROON
All right by me. You kids knock 'em
dead.

As R.K. is loaded out of the room by his secretary, Hutch takes a deep breath.

GILLIAN
You know the ballroom number?

HUTCH
Gee, whiz, it's my favorite scene.

The crowd CHUCKLES at his naivete. Hutch bravely plunges on.

HUTCH (CONT.)
There you are, all in white...just like
tonight. You're standing all alone by
the piano. In walks Lucky. He's wearing
a hat...like this...

Hutch pilfers JIMMY DURANTE'S top hat.

HUTCH (CONT.)
And carrying a cane...

He snatches Dietrich's cane away from her.

HUTCH (CONT.)
He sees you from across the room. Your
eyes lock. The crowd parts.

The crowd on the dance floor parts.

HUTCH (CONT.)
You make your way towards each other on the dance floor.

Gillian & Hutch move towards each other.

HUTCH (CONT.)
He says, "Is this a dream?" Then you say...

GILLIAN
"If it's a dream, I hope I never wake up."

HUTCH
The orchestra begins to play. He takes your hand...
(sings "This Only Happens In The Movies")
This could almost be a Hollywood production.

GILLIAN
(sings)
We're surrounded by a scintillating cast.

HUTCH
And the lighting is inviting--

GILLIAN
And the set is unsurpassed.

HUTCH
And our storylines have intersected nicely.

GILLIAN
The scenario has hardly any flaws.

HUTCH
And yet all of this together
Is enough to give me pause, dear--
Because, dear...
This only happens in the movies.
Life's not this perfect off the screen.
Stars never gleam so bright
And nights never seem so right
Except in the movies that I've seen.

GILLIAN
Fate doesn't work like in the movies.
Love never enters right on cue.
(MORE)

GILLIAN (cont'd)
Strangers don't meet like this
And get swept off their feet like this
The way movies say they always do.

HUTCH
Somehow this moment's too enchanting.

GILLIAN
Somehow this match too ideal.

BOTH
Somehow this moonlight we're in thrall
to Is all too unreal--
For
This only happens in the movies,
So this can only be pretend.
But if this is by chance
The prelude to a true romance
Let's hope that it has a happy end.

HUTCH
Then the dance begins...

They DANCE, recreating the scene from the movie as Hutch describes it.

HUTCH (CONT.)
Slowly at first...Then with more passion...

As they dance, it becomes clear that Hutch is not only keeping up with Gillian, he's spurring her to new heights.

HUTCH (CONT.)
Then you leap...and again...and again...! He lifts you up, like this...spins you around...faster and faster...And then, with infinite gentleness, he lowers you to the floor...

The chemistry between them is clear, especially to Gillian.

EXT. MANSION/THE FRONT DOOR - ON ROGER

His tux torn and covered with brambles, Roger waves to someone O.S.

ROGER RABBIT
Thanks for the lift.

We REVEAL he's waving to HARPO on the motorcycle with the sidecar from "Animal Crackers." He honks and drives off.

INT. MANSION - CONTINUOUS

Roger enters to find Hutch continuing to dance with Gillian.

ROGER RABBIT
(smiles)
Now *that's* what I call working the room.

ON GILLIAN & HUTCH

BOTH
This only happens in the movies,
So this can only be pretend.
But if this is by chance
The prelude to a true romance
Let's hope that it has a happy end.
A Hollywood, platinum, stardust happy end.

Still recreating the movie scene, he takes her in his arms, dips her low and kisses her passionately as the CROWD goes wild.

FRED ASTAIRE
A toast! To Gillian and the waiter!

Hutch looks around, beaming...then horrified.

HUTCH'S POV - ROGER

Stands next to Fritz Fritz. He raises a glass of champagne to his lips

ROGER RABBIT
To Gillian and the waiter!

NEW ANGLE ON SCENE

Hutch makes a desperate SLOW MOTION attempt to stop Roger before...

He's too late.

Roger downs the champagne. There's a RUMBLE like a volcano about to erupt. Roger's eyes bulge, his cheeks swell and his head turns into a TOON STEAM WHISTLE SHRIEKING. He blows! The FORCE of his blow sends Fritz Fritz rocketing backwards through the air.

Women brace themselves against Roger's hurricane force wind. Fur coats and toupees fly. The HIGH PITCH of Roger's WHISTLE shatters champagne glasses, Steuben glass objects & windows.

FRITZ FRITZ

Is blown straight at the fabulous champagne fountain.

ON THE DEN

At the sound of a LOUD CRASH, Wink Dilly's Hyenas step out and begin to giggle at the sight of...

THE FOUNTAIN

The Neptune statue has been knocked askew. Fritz Fritz is rump up in the fountain, pinned between fallen water nymphs. Neptune's triton mechanically stabs him in the fanny, over and over again.

FRITZ FRITZ
Ow, my rumpus. Ow. Aieee! Stop with the poking! Ach, mein Hinterbacke!

ON ROGER

He stops "whistling" and falls into the flames of a CANDELABRA. His tail catches on fire. He YEEOOOOOOOOOOOWS! and races around the walls, ala "Rabbit Trouble."

ON JESSICA

She LAUGHS at Roger, her mouth opening to impossible proportions, turning her beautiful face into the pose of a donkey.

MAMA ROSE LEE
Stop it. You look like a common toon.

JESSICA ROSE LEE
(laughing)
I can't help it Mama, he's funny.

NEW ANGLE ON ROGER

Roger bounces on his butt trying to put out the flames. Hutch tries to grab him but misses him with every bounce. Roger bounces on a poker sticking out from beneath a log in the fireplace, flipping the FLAMING LOG into the air.

Roger bounces into an AQUARIUM. His tail-fire sizzles out. Relieved, Roger heaves a heavy sigh.

JESSICA ROSE LEE (O.S.)
(laughs like a donkey)

Roger's ears perk at the sound of her laughter.

ROGER RABBIT
(swoons)
What a beautiful sound...

He looks up, SCREAMS and the flaming log falls into his mouth. Hutch picks Roger up by the ears.

ROGER RABBIT
Got anything for heartburn?

Roger BURPS a cloud of smoke into Hutch's face.

ON THE HYENAS

They LAUGH so hard they give themselves heart attacks.

HYENAS
He's slaying me!/I'm dying laughing!

Wink steps out just as his hyenas keel over dead. Opaque HYENA SPIRITS leave their bodies with wings and harps, and float heavenward.

ANEW ANGLE ON SCENE

Wink turns his murderous eyes on Roger who is still held by the ears by Hutch.

WINK DILLY
You?!

HUTCH
We'd better get outta here.

ROGER RABBIT
You said it.

Roger ROCKETS O.S. pulling Hutch out with him.

EXT. MANSION - CONTINUOUS

Hutch runs through the open door. Roger runs through the not open door, leaving a toony outline. They dash off into the night. Wink Dilly tears outside, followed by Gillian.

WINK DILLY
I gotta find that rabbit!

Out of the corner of her eye, Gillian spots something on the ground. The business card from The Aaoogah Arms fell out of Hutch's pocket. She picks it up.

WINK DILLY
What's that?

GILLIAN
Nothing.

Gillian waltzes back inside, humming "This Could Only Happen In The Movies."

EXT. BEVERLY HILLS/A RESIDENTIAL STREET - LATER THAT NIGHT

Hutch & Roger walk along the dark street.

ROGER RABBIT
I'm sorry, Hutch. I didn't know that was liquor...I thought it was a soda pop.
(sighs)
Because of me we didn't even get paid.

HUTCH
Yeah, but you know what? I got to dance with Gillian Fontaine so that made the whole thing worth it. And like you said, those people won't forget the Rabbit Brothers.

That cheers Roger up a bit. Suddenly, they are hit by the beam of a police light.

POLICEMAN
What do you think you're doing?

HUTCH
Walking?

POLICEMAN
Nobody walks in L.A. Scram.

They scram.

DISSOLVE TO:

INT. SOUND STAGE - R.K. MAROON STUDIOS - CLOSE ON SCRIPT

The title: "Jack & The Beanstalk." It is opened by the beautiful hand of...

GILLIAN FONTAINE

Seated at a table, the script in front of her. She turns to look at DAFFY DUCK who spins in his chair.

DAFFY DUCK
Woo woo woo woo woo!

We PAN to REVEAL CLARA BELL COW seated next to Daffy. Clara Bell applies bright red lipstick. CONTINUE PAN to JOHN BARRYMORE who sneaks a sip from a flask and turns to peer, squinting, down at the GARBANZOS - three Italian toon beans. The two lady beans, wearing magician assistant outfits, flank the male bean who pulls a rabbit out of his tiny tophat. On the back of their chair is stenciled: "MAGIC BEANS."

CONTINUE PAN to Jessica who glowers at Mama Rose Lee who pushes the hair out of Jessica's face. It falls back. She pushes it again. And again. Continue PAN TO:

AN EMPTY CHAIR

On the back is stenciled: "THE GIANT." The GIANT ENTERS (we can only see his big legs) and sits, sending the chair crashing to the floor.

WIDE ON SCENE

The hubub continues until...

FRITZ FRITZ (O.S.)
Gud morgen, mein darling actors and actresses!

All eyes turn to see...

FRITZ FRITZ

Who stands under a stage light which casts dramatic shadows on him.

FRITZ FRITZ (CONT'D)
Are we ready to create the magic?

BACK ON TABLE

The magician bean produces a big bouquet. His assistants pose. With a flourish of his cape, Fritz takes a seat at the head of the table. The WRITER and the COMPOSER pull up chairs around the CAST. In the b.g., a tableau of CHORUS GIRLS. Everyone hushed, expectant.

FRITZ FRITZ
Shall we begin?

DAFFY DUCK
Uh, slight problem? The script calls for me to lay golden eggs? Well, I'm a boy duck, so..

FRITZ FRITZ
Ach, then I will cast someone else.

DAFFY DUCK
Ho-ho-ho-ho-there, I'll lay 'em. But it's gonna be painful.

FRITZ FRITZ
Let me see if I care. Hmmm. No, I don't.

Suddenly the ASSISTANT DIRECTOR rushes in.

ASSISTANT DIRECTOR
Bad news F.F. Terrible news. Lucky's in the hospital!!

A cacophony of upset and concerned *"What's?!"*

GILLIAN
What happened?

ASSISTANT DIRECTOR
Popeye caught him playing patty-cake with Olive Oyl. Messed up his face real bad. They found him lying in a heap in a spinach patch in Bakersfield.

ALL
Oh no./That's horrible./ You don't want to mess with Popeye./I'll say.

GILLIAN
What are we going to do?

FRITZ FRITZ
(to the A.D.)
You must make with the calls to all the hotshot agents and--

ASSISTANT DIRECTOR
I already did. The only stars available are...
(checks his clipboard)
Franklin Pangborn and Broderick Crawford.

Fritz Fritz dramatically moves away from the table.

FRITZ FRITZ
Donnerwetter! I am ruined!! I cannot be making a musical "Jack And The Beanstalk" without a Jack!

GILLIAN
F.F, what about that waiter I danced with last night at R.K.'s party? He'd make a swell Jack. He's a natural.

FRITZ FRITZ
Hmm...He was a dandy hoofer.

GILLIAN
I felt at home in his arms.

FRITZ FRITZ
The crowd did seem to whoop it up over him.

GILLIAN
They ate him up like cotton candy.

FRITZ FRITZ
No. No. I will not put mein opus into the hands of an unknown.

GILLIAN
I was an unknown once. There I was, nothing more than a dumpster girl, when a man named R.K. Maroon saw through all that dirt and grime and gave me a chance. And you could do the same for that waiter.

FRITZ FRITZ
Neh-eh.

GILLIAN
Too bad, F.F. The public craves a rags to riches story.

FRITZ FRITZ
They do?

GILLIAN
I'll say! You'd be a hero in the eyes of the press. "Flash! Genius Director Fritz Fritz Takes Wet-Behind-The-Ears Newcomer Under His Wing..."

FRITZ FRITZ
I'm seeing what you are saying. He could be my protege. Bring him to me.
(moving off)
I need my masseuse! I have the pinching knots in my neck!

GILLIAN
(to A.D.)
Ring up the Aaoogah Arms for me, won't you Johnny?

ASSISTANT DIRECTOR
No phone in that joint.

GILLIAN
Then we'll have to send a telegram to...Mmmm. How do I send a telegram when I don't know the fella's name? You know all the toons in town, don't you, Johnny?

ASSISTANT DIRECTOR
Yeah...

GILLIAN
Maybe you know his brother. He was that rabbit who--

ASSISTANT DIRECTOR
Oh. Your Cinderella's one of the Rabbit Brothers.

GILLIAN
Then we must send a telegram to the Rabbit Brothers, right away.

INT. THE AAOOGAH'S ARMS - CLOSE ON TELEGRAM

"TO THE RABBIT BROTHERS. STOP. REPORT TO MAROON STUDIOS, STAGE 13, IMMEDIATELY. STOP. FRITZ FRITZ LOVED YOU AT R.K.'S PARTY LAST NIGHT. HE'S AGREED TO CAST YOU IN NEW MUSICAL. STOP. LOVE, GILLIAN FONTAINE."

ON HUTCH & ROGER

HUTCH
We hit the big time!

ROGER RABBIT
We're going to save the farm!

CUT TO:

INT. SOUND STAGE - A SHORT TIME LATER

Roger & Hutch enter the sound stage. We FOLLOW them as they gawk, awestruck, at the "Jack & The Beanstalk" set, a colorful storybook design.

HUTCH
Wow. This is it, Roger. A movie sound stage. A place where you begin with nothing but a dream...but in the end you've got a movie.

GILLIAN (O.S.)
There you are!

Hutch turns, there she is looking as lovely as can be. Hutch smiles, lovestruck at the sight of her. Roger runs up to her and pumps her hand until she's literally bounced up and down off her feet.

ROGER RABBIT
Because of your selfless generosity, we're going to save our farm, our beloved homestead, our ancestral halls, our hacienda, the place where we hang our hats and our coats and our pictures and our laundry and our hangers--

JESSICA ROSE LEE (O.S.)
(laughs like a donkey)

Roger lets go of Gillian's hand and turns to find Jessica, looking as lovely as the day she was drawn.

ON ROGER

He smiles, lovestruck. His heart literally beats out of his chest.

NEW ANGLE ON SCENE

Jessica shyly steals behind a flat where inexplicably Roger waits.

ROGER RABBIT
You have the most ridiculous laugh I've ever heard.

JESSICA ROSE LEE
Bet you say that to all the girls.

ROGER RABBIT
No other girl laughs like you do. You sound like a donkey who sat on a hot poker.

JESSICA ROSE LEE
It's only because you're so funny.

ROGER RABBIT
(blushes)
Aw, gee...

JESSICA ROSE LEE
You're the first man who's ever made me laugh.

ROGER RABBIT
I would love nothing more than to make you laugh for the rest of your life.

MAMA ROSE LEE (O.S.)
Oh, isn't that sweet.

They turn. Mama Rose Lee smiles sweetly.

MAMA ROSE LEE
Ain't love grand?
(baby talk)
The funny-wunny-widdle-bunny wants to make time with my sweet little baby. Well, guess what?
(harsh)
IT AIN'T GONNA HAPPEN! Jessica Rose Lee's on her way to the top and no two-bit carrot-chewing Casanova's gonna bring her down!

Mama whisks Jessica away from him.

ROGER RABBIT
(small)
She can be on top, I don't mind...

ON GILLIAN & HUTCH

In the b.g., CHORUS GIRLS rehearse with a CHOREOGRAPHER.

GILLIAN
Anyway, I didn't know your name, but Johnny remembered the Rabbit Brothers, so we sent the telegram.

HUTCH
It's Hutch. My name's Hutch.

GILLIAN
(flirty)
Hello, Hutch.

HUTCH
Uh, hi. Gosh. Uh, I have to tell you my brother and I were sure excited to get your telegram. We've never been in a movie before.

GILLIAN
Your brother? Oh, gee...I--

FRITZ FRITZ
(enters scene)
Hello, my protege!

GILLIAN
Fritz Fritz, this is Hutch Rabbit.

HUTCH
Good to meet you. And my brother, Roger's around here somewhere..

Roger ZIPS in next to Hutch.

ROGER RABBIT
Roger Rabbit reporting for duty. SIR!

FRITZ FRITZ
You! You made of me the silly butt of a joke!
(to the A.D.)
Get this Dummkopf off my set immediately!

The A.D. signals two BURLY SECURITY GUARDS. Hutch stands between the Guards and his brother.

HUTCH
Hey, what's the story? You asked for the Rabbit Brothers, you got 'em.

GILLIAN
Oh, Hutch, it's my blunder really. He only wants you.

HUTCH
I don't work without Roger. We're a team.

FRITZ FRITZ
I want you to play my Jack. I will not work with...*that*. Make your decision quickly and report to me in my area.

Fritz swirls off in a flourish of cape to his area.

GILLIAN
(follows Fritz Fritz O.S.)
But F.F., Roger's a riot. Couldn't we find a part for him somehow?

ON HUTCH & ROGER

HUTCH
He's got some nerve, huh Roger, trying to break up our act?

ROGER RABBIT
But that's what you have to do.
(off Hutch's look)
Don'tcha see Hutch? It's our one chance to save the farm. If you don't take this job we'll lose everything that means anything to us.

GILLIAN
(re-enters)
F.F. is being awfully stubborn. I'm sorry.

ROGER RABBIT
It's okay. Hutch is taking the part.

GILLIAN
You are?

HUTCH
But what about you, Roger?

GILLIAN
I may not be able to pull any strings with Fritz but I can pull a few around town. I'm going to call Swifty Cohen, my agent, and insist he gets Roger in to audition for all the top projects.

ROGER RABBIT
See. Works out great. We'll both send money home and save the farm.

GILLIAN
Come on. Let's go give Herr Director the good news.

HUTCH
(turns back)
Will you be all right, Roger?

ROGER RABBIT
(smiles)
Right as rain.

Roger heads for the exit. At the door, he turns back to see Hutch surrounded by the cast, crew and chorus girls and embraced by Fritz Fritz

FRITZ FRITZ
I want for you all should meet our new Jack!

CLOSE ON ROGER

His eyes well with tears. Sadly, he exits the sound stage.

ON THE REHEARSAL TABLE

Hutch sits next to Gillian and timidly opens his script. Fritz Fritz takes his place at the head of the table and...

FRITZ FRITZ
Are we *now* ready to make the magic?

The Garbanzo Bean Magician waves his magic wand and one of his assistants disappear...*poof!*

FRITZ FRITZ (CONT'D)
Begin.

The WRITER, a jaded old studio hack, starts:

WRITER
"Fade in: Exterior, A Cottage. A humble home nestled in rolling green hills. Happy sparrows chirp."

Three TOON SPARROWS, holding one script between them, CHIRP.

WRITER (CONT.)
"A careworn mother sits in a rocking chair on the porch gazing sadly at the family cow. Her son, Jack, a likeable young lad, bounds outside, milk bucket in hand."

HUTCH
"Good morning, Mother...Is something wrong?"

GILLIAN
"Oh, Jack. We have no money for food, so I'm afraid we must sell our beloved Milky White."

HUTCH
(breaks character)
You're playing my mother?

GILLIAN
No, the part hasn't been cast yet so I'm filling in.

FRITZ
Actually, I'm liking what I'm hearing. Continue.

CLARA BELLE
"Moo."

HUTCH
"Don't worry, I'll take her into town and fetch a good price for her. I won't let you down, Mother."

WRITER
And the mother sings: "I'm Counting On You."

The COMPOSER, at a piano, SINGS a snippet of the bright uptempo song.

<u>SCRIPT READING SEQUENCE</u> - QUICK JUMP CUTS between the following lines in the script as they are read by the actors.

BARRYMORE
"I'll trade you these magic beans for your cow."

GIANT
"Fee fi fo fum..."

The COMPOSER sings a snippet of Jack & The Servant Girl's duet: "Life Ain't Worth Beans Without You."

JESSICA ROSE LEE
(as the harp)
"Go ahead and play me, I know you want to."

DAFFY DUCK
(as the Golden Goose)
"Poached or scrambled?"

GILLIAN
(as the Servant Girl)
"Dance Jack dance, it's our only hope of escaping!"

HUTCH
"The giant is dead!"

GILLIAN
(as Jack's Mother)
"And we'll never go hungry again!"

ALL
"HOORAY!"

WRITER
"And over a reprise of "There's Magic In Everything," we fade to black. The end."

END SCRIPT READING SEQUENCE - The actors close their scripts.

GILLIAN
(to the writer)
It's wonderful. I wouldn't change a word.

HUTCH
It's a sure fire hit, a real crowd pleaser.

WRITER
You kids were great. You made the dialogue sing.

All eyes turn to Fritz Fritz.

WRITER (CONT.)
So what do you think?

CUT TO:

EXT. SOUND STAGE - MOMENTS LATER

Stunned, Hutch talks to the Writer who casually smokes a cigarette. In the b.g., a STUDIO SECURITY GUARD listens to a ball game on the radio.

HUTCH
He fired you?

WRITER
Yeah. He's going to rewrite it himself.

HUTCH
How could he treat a writer with such little respect?

WRITER
What'd you do, kid, just fall off a turnip truck?

Behind them, unseen by Hutch, Gillian exits the sound stage.

HUTCH
Actually, yeah. Hey, let me ask you something. Do you think Gillian Fontaine would go out with me?

WRITER
You'd have a better chance of building a snowman on Sunset Boulevard.

Gillian links arms with Hutch and escorts him off.

GILLIAN
(back, to the Writer)
For your information, it snowed in Hollywood in 1932. Two inches.

In the b.g., the studio guard changes the radio station and we HEAR, mid-broadcast:

RADIO ANNOUNCER (V.O.)
And still at number one on the hit parade, the incomparable Gillian Fontaine...

GILLIAN (V.O.)
(sings "Things Like Us")
Look how neatly your hand fits into mine
See how sweetly our fingers intertwine.
We're completely in tune in ev'ry way--
Things like us don't happen ev'ry day!

When we're kissin', we chime just like a bell.
Nothin' missin', as far as I can tell.
Why not listen to what our kisses say?
Things like us don't happen ev'ry day!
So--
This romance deserves a chance to grow.

GILLIAN (V.O.)
Who knows where the whole affair'll go?
Ordinary couples haven't got this--
Not this!

Even dancing, we're utterly in sync.
It's entrancing, how seamlessly we link.
Each enhancing the other one's sashay--
What we've got is very
Extra-ordinary--
Things like us don't happen ev'ry day!

We may be too unique to be replaced.
That's why we two can't let this go to waste.
Though we're free to, let's never go astray--
That's what fate intended, there's no two ways about it.
If it ever ended, how could we live without it?
Since it's pretty splendid, it's how we oughta stay--
'Cause things like us don't happen ev'ry day!

<u>The SONG plays OVER THE FOLLOWING MONTAGE of GILLIAN & HUTCH'S DATES and ROGER'S SCREEN TESTS:</u>

1) Hutch holds the unsteady Gillian by the hand as they skate together in a rink. She falls, he falls. They laugh.

2) In a STUDIO SOUNDSTAGE, in the f.g., a DIRECTOR and a CAMERAMAN are ready for a screen test.

CAMERAMAN
Why are we testing a toon?

DIRECTOR
If Maroon's using toons in his pictures, then, damnit I'm using toons in mine. And ACTION!

GINGER ROGERS, in a beautiful gown, twirls INTO FRAME. A beat and Roger, in top hat and tails, twirls in next to her. They dance together until he accidentally lets go of her hand mid-twirl sending her flying straight into a wall.

DIRECTOR
(aside to the Cameraman)
Maroon's a maroon.

3) At the TAIL-O-THE-PUP, Hutch looks up from putting mustard on his hotdog to find Gillian loading up her hotdog with every condiment imaginable. They laugh.

4) On another SOUND STAGE, on a flight of stairs, Shirley Temple taps up one step. Roger taps up the same step next to her. She tip taps up three steps. Roger tip taps up next to her. She taps up again. He goes crazy, taps up past her, slips on the step, rolls down the stairs, straight into Little Miss Marker, knocking her for a loop. She lands on her butt in a heap of crinoline at the bottom of the stairs.

5) The RED CAR moves TOWARDS CAMERA and comes to a stop. A few PEDESTRIANS point at the Red Car. They run towards it as it once again continues down the track. We REVEAL that Gillian & Hutch are freeloading on the back of the car. The Pedestrians, Gillian Fontaine fans, are left behind. Gillian & Hutch laugh.

6) CARMEN MIRANDA dances frantically wearing a flamboyant dress and fruit laden headgear. PULL BACK to REVEAL CHORUS BOYS, wearing puffy shirts, DANCING around her. We PULL BACK even WIDER to REVEAL Roger, wearing the same puffy shirt, sitting on her headgear eating fruit.

7) In front of a floor-to-ceiling mirror, Hutch & Gillian rehearse a dance sequence. The choreographer pushes them closer and closer together until their bodies are pressed up against each other. Shyly ecstatic, they dance.

8) We are CLOSE on SCARLETT O'HARA, her BACK TO CAMERA. She turns TO CAMERA.

ROGER RABBIT
"But Rhett, where shall I go? What shall I do?"

9) Gillian, carrying a large stuffed panda and cotton candy walks along the SANTA MONICA PIER with Hutch. It is dusk.

<u>END SONG & MONTAGE</u>

GILLIAN
Tell me more about your farm, Hutch.

HUTCH
Well, it's not much really. An old house, white picket fence, a barn...You know, been in the family for generations. My Pa worked that land all his life and he hoped I would too, but...Anyway, like I said, it's not much, but it's home.

GILLIAN
Sounds lovely. Someday I want to live on a farm.

HUTCH
You do?

GILLIAN
Mmm hmm. I grew up in an orphanage in San Francisco.

HUTCH
What was that like?

GILLIAN
Pretty dreary, really. Sister Mary Margaret did her best to keep things cheery for us girls, but when your only spot of sunshine is on a concrete playground? Well, it leaves you longing for something more.

HUTCH
Life can sure get tough sometimes. That's why I love movies, especially musicals. In musicals, the good guy always wins, the boy always gets the girl, and there's always a happy ending.

GILLIAN
Real life can have a happy ending too.

HUTCH
You don't say.

They kiss; a long romantic kiss. In the b.g, FIREWORKS.

GILLIAN
Don't ever change, Hutch. Not on the inside.

DISSOLVE TO:

EXT./INT. A STUDIO COMMISSARY - DAY

Roger sadly shuffles inside. He stops, struck at the sight of all the costumed actors: a COWBOY, SWASHBUCKLER, GANGSTER, SAILORS, CHORUS GIRLS, ETC.

ROGER RABBIT
(brightens)
Say, there's enough talent in this commissary to put on a show!

ROGER RABBIT (CONT.)
Whaddaya say, kids, you want to help me save the farm?

EXT. COMMISSARY - CONTINUOUS

Roger is heaved out by MICKEY ROONEY & JUDY GARLAND.

ROGER RABBIT
(miserable)
I'll never save the farm.

He pulls a toony frying pan out of his pocket and slams himself on the head repeatedly.

ROGER RABBIT
I'm a dud, I'm a dud, I'm a dud, I'm a dud.

MAN (O.S.)
Hey, rabbit. Have I got a job for you!

Roger turns...It's MARVIN ACME.

CUT TO:

EXT. ACME GAG FACTORY - ESTABLISHING

A banner reads: "GRAND OPENING."

ROGER RABBIT (V.O.)
Dearest Mater, Pater, and Grandmater: I am proud to say I am now gainfully employed. I am a product tester for a local manufacturer.

INT. ACME GAG FACTORY

As new mallets move down a conveyor belt, Roger tests them one by one by hitting himself over the head.

INT. FARMHOUSE - CONTINUOUS

Ma & Pa read the letter from Roger.

ROGER RABBIT (V.O.)
(rapid-fire/throw-away)
By the way, Hutch got a job too, he's co-starring in a movie with Gillian Fontaine. Love, Roger. P.S. I am enclosing a prototype for a new Acme Product.

Pa lifts a toony "hole" out of the envelope.

PA
What the heck is it?

He tosses it on the floor. At that very moment, Grandma walks in and falls through it.

DISSOLVE TO:

INT. SOUND STAGE/R.K. MAROON STUDIOS - DAY

The fairy-tale look of the "Jack & The Beanstalk" set is gone. It is now dark German Expressionistic. The humble cottage is a sharp angled hovel in the midst of a wasteland. The TOON SPARROWS, perched on the limb of a leaf-less tree, CHIRP MOURNFULLY.

Gillian, in old age makeup and dressed in rags, sits in a rocking chair on the porch of the hovel staring blankly out at the wasteland. Suddenly, she KEENS. Hutch, dressed in black, steps out next to her.

HUTCH
What's troubling you, Mother?

GILLIAN
Everything. I stare into the black abyss and I am filled with dread.

EXTREME CLOSE-UP ON GILLIAN

GILLIAN (CONT.)
Our lives are meaningless.

Hutch moves in next to her, in profile.

HUTCH
Yes. Meaningless.

NEW ANGLE ON SCENE

In the f.g., CAMERAS are ROLLING and Fritz Fritz watches intently as...

GILLIAN sings a dreadful dirge about the MEANINGLESS OF EXISTENCE. CHORUS GIRLS dressed in black appear to MORPH out of the landscape and dance macabre.

GILLIAN
(breaks character)
I can't do this.

FRITZ FRITZ
CUT!

ASSISTANT DIRECTOR
CUT! KILL PLAYBACK!

The music stops. The TOON SPARROWS do not. They continue to CHIRP over the following:

FRITZ FRITZ
What, what is it?

GILLIAN
I'm sorry, but I just can't do this. It's so awfully, terribly morbid. And really, don't you think it's, well, peculiar, that I'm playing Jack's mother and the servant girl, his lover?

FRITZ
It's Oedipal. It's on the cutting edge of entertainment. A new Zeitgeist!
(loses it)
KILL THE BIRDS!

Behind Fritz & Gillian, the A.D. walks THROUGH FRAME carrying a loaded shotgun.

GILLIAN
Well, I'm sorry, but I just don't get it and I hate to be a crab, but this just isn't me.

FRITZ FRITZ
(condescending)
I know, this isn't the fluffy performing you are used to performing. This is not your "Girly Nutty."
(dramatic)
This is a musical tragedy.

O.S. A SHOTGUN BLAST and the sound of SPARROWS hitting the ground.

FRITZ FRITZ (CONT.)
It's angst, existentialism, and girls, girls, girls. It's all as clear as water in your number, Gillian. Here let me...

He hits PLAYBACK and sings the song Gillian started to sing about the meaningless of existence. He adds lyrics to clarify his vision to Gillian & Hutch.

GILLIAN
If you don't mind, I think I'll pick up my marbles and go home.

HUTCH
What?

GILLIAN
I know what the public wants and I really think I should stick to it.

FRITZ FRITZ
That's the trouble. You've stuck to it and you are stuck with it. Don't you want to grow as an artist? You've gone stale.

GILLIAN
Then you don't need me.

FRITZ FRITZ
But yes we do! Your public will love you more than ever because you are stretching your instrument to new depths. In this picture, you will explode onto the screen like a bomb, ba-boom! Not the old Gillian woo-woo girly nutty girl, but the new you. An artist.

GILLIAN
(gives in)
All right. But remember, I am still just an entertainer.

HUTCH
I'm with her.

FRITZ FRITZ
Of course! You two are the hamburger we wrap around the bitter pill to get the dog to eat it.

ASSISTANT DIRECTOR
THAT'S LUNCH! BE BACK IN AN HOUR! TOONS BACK IN FIVE!
(to Hutch)
Phone call, Mr. Rabbit.

INT. SOUND STAGE - ON THE PHONE

Hutch picks up the receiver.

HUTCH
Hello? Oh, hi Roger...How's work going?

INT. ACME GAG FACTORY - ON ROGER

His head is covered with big throbbing bumps.

ROGER RABBIT
(on a payphone)
Can't complain. Listen, "The Adventures of Robin Hood" opens tonight. Whaddaya say we sneak in, you know, for old times sake?

SPLIT SCREEN TO INCLUDE HUTCH

HUTCH
(on the phone)
Sounds swell, but I've got a feeling this is going to be a long day. Besides, it wouldn't be good, publicity-wise, for me to be seen sneaking into a movie theatre.

ROGER RABBIT
'Spose so.

Jessica Rose Lee, costumed as the HARP, walks by.

HUTCH
Sorry Roger, maybe some other time.

JESSICA ROSE LEE
Is that Roger?

ROGER RABBIT
Is that Jessica?

HUTCH
Yes and yes.

JESSICA ROSE LEE
Tell him I think about him all the time.

HUTCH
(to Roger)
She thinks about you all the time.

ROGER RABBIT
Tell her every time I think of her I feel like somebody dropped a ten thousand pound boulder on my head.

HUTCH
(to Jessica)
He says every time he thinks of you it's like getting a ten thousand pound boulder dropped on his head.

JESSICA ROSE LEE
(swoons)
I know how he feels. Every time I think of him it's like getting whacked in the face with a frying pan.

HUTCH
(to Roger)
Whenever she thinks of you, she feels like she got whacked in the face with a frying pan.

ROGER RABBIT
(swoons)
Tell her I feel like I was flattened by a steam roller. But I don't peel off the roller like I'm 'sposed to...I go around and around and around.

HUTCH
(to Jessica)
He's going around and around and around about you.

JESSICA ROSE LEE
Tell him I feel like when someone paints a tunnel on the side of a mountain and you know it isn't real but you can't help slamming into it anyway!

HUTCH
She feels like...Why don't you talk to her yourself, Roger?

ROGER RABBIT
Good idea.

Roger LEANS into HUTCH'S SIDE of the SPLIT SCREEN to talk to Jessica face to face. Mildly exasperated, Hutch leaves.

ROGER RABBIT
Oh Jessica. I think I'm in love.

JESSICA ROSE LEE
I *know* I'm in love.

JESSICA ROSE LEE
Roger, I've got to see you.

ROGER RABBIT
How about tonight?

JESSICA ROSE LEE
Yes, it's Mama's bingo night so...

ROGER RABBIT
Meet me at the Acme Gag Factory. I get off work at six. I'll make you laugh...

JESSICA ROSE LEE
Gotta go!

She shoves Roger's side of the screen O.S., taking Roger with it just as Mama Rose Lee enters scene.

JESSICA ROSE LEE (CONT.)
There you are, Mama. I've been looking everywhere for you. Shall we get lunch?

CUT TO:

INT. SOUND STAGE - LATER - CLOSE ON A CORPORATE LOGO SIGN

Which reads: "GIANT INDUSTRIES." We PAN DOWN to REVEAL THE GIANT, his hair slicked down and parted to the side, is stuffed uncomfortably into a three-piece suit. He sits at a giant mahogany desk in a giant art deco style corporate office set. The nameplate reads: "A. GIANT." The Giant counts gold coins.

GIANT
Fifty thousand and one, fifty thousand and two, uh, duh, fifty thousand and another two...

The Giant turns to sneer at Hutch, as Jack, locked in a birdcage standing in the corner.

GIANT
Fee fi fo fum, I am rich and you're a bum.

HUTCH
(as Jack)
Taunt me if you must, but one day all capitalist ogres like you will fall!

ON FRITZ FRITZ

He gleefully rubs his hands and signals the CAMERAMAN to move in closer. Mama Rose Lee stands nearby, watching intently.

NEW ANGLE ON THE GIANT

GIANT
Play harp play! Drown out this knave's incendiary talk.

On a giant shelf of corporate awards and trophies stands Jessica, the harp. She plays a morose tune.

GIANT
Lay goose lay. Lay me a golden egg.

ON DAFFY

On a nest on a pedestal. He squeezes, strains,and GRUNTS from the pressure of trying to lay an egg. The GIANT'S GIANT HAND reaches in and lifts up his tail. Nothing.

GIANT (CONT.)
(leans in)
Lay goose lay!

DAFFY DUCK
I'm working on it. Got any magazines?

ANGLE WIDENS as the Giant yanks Daffy off his nest and shakes him.

GIANT
Gimme an egg, gimme an egg, gimme an egg.

DAFFY DUCK
(overlapping/shaken)
Doi oi oi oi oi oi oi oi oi oi.

The Giant squeezes him from beak to bottom like he's squeezing the last drop out of a toothpaste tube. A teeny tiny golden egg pops out.

FRITZ FRITZ (O.S.)
CUT!

DAFFY DUCK
I did it!

Daffy plants a big KISS on Fritz's lips. Fritz throws him off and spits.

FRITZ FRITZ
None of this is in my script! Why are you doing this?!?!?

GIANT
Because it's funny?

FRITZ FRITZ
What is the problem with the toons that they must always be making with funny? I don't want funny, I want reality! Reality isn't funny! Life isn't funny! Life stinks! Society's on the brink of social disorder and decay!

DAFFY DUCK
(turns to CAMERA)
Obviously not a Roosevelt man.

FRITZ FRITZ
Why are you acting as if you are crazy?

DAFFY DUCK
Because I am?

Daffy handsprings away.

DAFFY DUCK
Woo woo woo woo woo!

Fritz whirls around to face the Giant but he only comes up to his knees.

FRITZ FRITZ
And you! I need you to give me *fierce*. Your character terrorizes to cover for his feelings of inadequacy. Even though you are the most powerful man in Cloudcuckooland, you are nothing more than a BIG, STUPID, UGLY, SMELLY FREAK OF NATURE!!!!

JESSICA ROSE LEE
You're hurting his feelings.

FRITZ
Toons don't have feelings.

JESSICA ROSE LEE
Oh, yeah?

GIANT (O.S.)
(snivels)

FRITZ'S POV - UP ON THE GIANT

GIANT
I'm not a big ugly freak. Am I?

The GIANT sobs. Huge tears spring from his eyes and cascade down his cheeks.

BACK ON FRITZ

Caught in a downpour of toon tears.

EXT. SOUND STAGE - CONTINUOUS

R.K.'s Secretary opens the door and leaps out of the way as a tidal wave of toon water carries Fritz Fritz out and crashing to the ground.

R.K.'S SECRETARY
R.K. called from New York...Wanted to know how things are going?

FRITZ FRITZ
(spits out water)
Wunderbar.

CUT TO:

INT. DRESSING ROOM - A SHORT TIME LATER

Behind a screen, we see the silhouette of Jessica as she changes out of her harp costume. Mama Rose Lee reads "Variety."

JESSICA ROSE LEE
Why is Fritz so hard on them? They don't mean any harm. They just want to make people laugh.

MAMA ROSE LEE
It's their own fault, baby. If they don't want to be treated like toons, they shouldn't act like toons. Who's going to take you seriously if you're always making with the--
(toon take)
Or the--
(toon take)
Or the--
(triple toon take)
Not in this town, baby. Sure, Bugs Bunny is a bucket of laughs, but does anyone respect him as an actor? No!

MAMA ROSE LEE (CONT.)
Sure, Mickey Mouse is a star today but will he be remembered in ten years? Not a chance. But I don't have to worry about you. You weren't drawn to be funny. You were drawn to--

Jessica steps out, wearing her red dress.

MAMA ROSE LEE
Never mind.
(brushes Jessica's hair)
You do what Mama Rose Lee tells you to do and you're gonna be the first legit toon star to win an Academy Award!

JESSICA ROSE LEE
Ooh, look at the time. You're going to be late for bingo, Mama.

MAMA ROSE LEE
Wanna come?

JESSICA ROSE LEE
No, I'm going to spend the whole night working on my craft.
(vocalizes)
Me-may-ma-mo-mooo.

MAMA ROSE LEE
Wish me luck. The pot's up to four zillion simoleons.

She exits. Jessica runs for the door just as...

MAMA ROSE LEE
I'm not going.

JESSICA ROSE LEE
What?

MAMA ROSE LEE
Your dedication to your career is inspiring...I'm staying here to help you, baby.

Mama blows a note on a pitch pipe.

JESSICA ROSE LEE
(deflated)
Me-may-ma-mo-moo.

CUT TO:

INT. ACME GAG FACTORY - CONTINUOUS

Marvin Acme is up in his office, working late. Roger sits at his work station, waiting for Jessica.

CUT TO:

EXT. R.K. MAROON STUDIOS/A BUNGALOW - CONTINUOUS

A SIGN reads: "PAYROLL DEPARTMENT." Hutch comes out, paycheck in hand. He stares at it, floored at the amount...two hundred dollars. Fritz Fritz drives up in a DEUSENBERG.

FRITZ FRITZ
Hutch! Good work this day! You were brilliant. The song where you stared in the mirror and questioned reality was inspired.

HUTCH
Thanks. I guess maybe I'm kinda starting to see what you're going for. I think.

FRITZ FRITZ
Well, it shows. I'm going to the Trocadero, a little dining, a little drinking...Come with me, why don't you?

HUTCH
I'd like to, but I have to cable money home so...

FRITZ FRITZ
Do it later!

HUTCH
Nah, I'd better--

FRITZ FRITZ
Look at you wanting to go, but not going. Come on. You deserve to unwind after such a day. We both do. Besides, I want to talk to you about another project.

HUTCH
Come to think of it, I am kinda hungry.

CUT TO:

INT. THE CAFE TROCADERO - LATER THAT EVENING

One of Hollywood's hottest night spots. A DANCE BAND plays. Exotic tropical birds are on display behind glass. We find Hutch & Fritz at a dinner table sipping after-dinner cognacs, as a BUSBOY whisks away their empty dinner plates.

HUTCH
I've never had a meal like that. It was great.

FRITZ FRITZ
Get used to it. My film will make of you a star!

HUTCH
Think so?

The WAITER drops the check on the table. Fritz picks it up.

FRITZ FRITZ
Yes! Why else would I be wanting you in my next picture? Scheisse, I have not my wallet. Do you mind?

He slides the check across to Hutch.

HUTCH
I don't...All I have is my payroll check.

WAITER
If you endorse it, we'd be happy to cash it for you.

Reluctant, Hutch signs the check and hands it to the waiter.

FRITZ FRITZ
My next picture is a musical adaptation of Kafka's "Metamorphosis."

HUTCH
Meta-who-phosis?

FRITZ FRITZ
It's the story of a man, played by you, who inexplicably wakes up to discover he is a cockroach. The beauty of the picture is, he still gets the girl.

HUTCH
You think there's a part for my brother Roger? I know you two got off to a bad start, but if you got to know him...

FRITZ FRITZ
No! No toons! Never will I work with another toon. They find humor in everything. It's annoying. Why do you keep looking at the clock?

HUTCH
Sorry. I want to make sure I get to Western Union before it closes.

FRITZ FRITZ
You are no fun. No fun at all.
(spots someone O.S.)
Is that? It is! It's Ruby Keeler! I must have a chit chat moment with her.
(moves off)
Ruby darling!

The waiter returns with change for Hutch. Hutch counts it and pockets it and then remembers to leave a tip.

FRITZ FRITZ
Ruby tells me Benny Goodman is playing at the Grove. Everyone is going, Clark, Bing, Sonja, Mickey, Judy...They all wanted you to come but I told to them that you must go to the Western Union.

HUTCH
Well, I 'spose I could take care of it tomorrow.

CUT TO:

INT. JESSICA'S DRESSING ROOM - NIGHT

Jessica, wearing a robe, keeps one eye on the clock as she continues to practice her scales.

MAMA ROSE LEE
Again!

JESSICA ROSE LEE
But Mama, I've been practicing for hours...Can't we stop now?

MAMA ROSE LEE
Not until you hit the high B flat. Not even Deanna Durbin can hit the high B flat, and she has a five octave range.

Jessica, frustrated, LOUDLY scales up and past the high B flat.

Jessica's voice is so loud and high that Mama's eyes cross, her hair sproings, and her teeth grind. Every mirror in the room cracks.

MAMA ROSE LEE
That's enough. I'm pooped. Let's get to bed.

Mama Rose Lee goes behind the screen to change into her nightgown, while Jessica Rose Lee moves to open a theatre trunk.

JESSICA ROSE LEE
I'm tired of living out of a trunk. We're making money now. Why can't we get a room at the Aoogah Arms?

Mama Rose Lee steps out from behind the screen wearing jammies, her hair in rollers.

MAMA ROSE LEE
That toonement? You're better than that, baby.

The trunk pops open and a full toon suite pops out of it. Mama & Jessica get into bed.

MAMA ROSE LEE (cont'd)
Night night baby.

She switches off the light and falls instantly asleep, SNORING loudly & abrasively. A beat. The door opens. Jessica steps into the shaft of light, throws off her robe to reveal she's fully clothed underneath. She quietly leaves, closing the door softly behind her. Another beat. The snoring stops. The door opens. Mama Rose Lee goes out after her daughter.

CUT TO:

INT. ACME GAG FACTORY - ON ROGER

He's waited for Jessica so long he's grown a long toony beard. He glances at the clock, it's way past midnight. He sighs, hears someone, perks up...it's Marvin Acme.

MARVIN ACME
You still here? She must be awful pretty for you to wait this long.

ROGER RABBIT
Jessica's not much to look at. But what a laugh!

MARVIN ACME
Hate to break it to ya, but I don't think she's coming.

ROGER RABBIT
I know she's coming...

Leaving for the night, Marvin opens the door to REVEAL:

JESSICA ROSE LEE
I came...

At the sight of her, Marvin faints out the door. She shuts the door and runs to Roger's side.

ROGER RABBIT
Jessica.

JESSICA ROSE LEE
Roger...I'm sorry I'm late...I had to sneak out...I couldn't tell Mama I was meeting you.

MAMA ROSE LEE (O.S.)
Like I didn't know.

They whirl around to face the angry Mama Rose Lee.

MAMA ROSE LEE
I wasn't drawn yesterday, you know.

ROGER RABBIT
It's all perfectly innocent, Mrs. Lee. Or is it Rose? Or Rose Lee. I'm sorry. May I call you Mama?

MAMA ROSE LEE
Come on, Jessica. Let's get away from this playboy bunny.

JESSICA ROSE LEE
No. No Mama. He makes me laugh.

MAMA ROSE LEE
That's what I'm afraid of.

ROGER RABBIT
What's wrong with that? Sometimes a good laugh is all we have. Besides, there's no better feeling I know of than making someone laugh.

MAMA ROSE LEE
That is such a toon attitude.

ROGER RABBIT
What's wrong with that?

MAMA ROSE LEE
Everything. There's nothin' lower than a toon.

Mama SINGS about how toons are the lowest form of life on the planet. Roger SINGS, counterpoint, about how great it is being a toon; his point of view is supported by SINGING TOON ACME PROPS such as a ACME TAP SHOES, an ACME VICTROLA, WAX LIPS, ROCKETS which ANIMATE INTO THE ROCKETTES, the NOTES that animate off ACME SHEET MUSIC, & ACME WHOOPEE CUSHIONS that supply percussion.

JESSICA ROSE LEE
Mama, I love him.

The ultimatum.

MAMA ROSE LEE
Then you can have him. But you'll never see me again.

She turns on her heels and walks out.

JESSICA ROSE LEE
Mama...Mama?
(to Roger)
I'm sorry Roger.

She runs out after her Mama. The song ends.

DISSOLVE TO:

EXT. BUNGALOW DRESSING ROOM - MORNING

It says "Hutch Rabbit" over a star on the door.

INT. DRESSING ROOM - CONTINUOUS

A MAKEUP ARTIST works hard to cover the dark circles from a night of debauchery under Hutch's eyes. A COSTUMER futzes with his costume.

GILLIAN
You look like a little lamb who lost his way. Be careful or the wolves'll eat you up entirely.

She hands Hutch a packet of bromo and exits as...

R.K.'S SECRETARY
(enters)
You've got a photo shoot at ten, you're golfing with Fritz at noon...

HUTCH
I'm having lunch with Gillian...

R.K.'S SECRETARY
You're golfing with Fritz...and you've got an interview with Hedda Hopper at six.

ASSISTANT DIRECTOR
(pops his head in)
Places in five.

R.K.'S SECRETARY
All right everybody, let's clear out.

They do. Hutch mixes the bromo. There is a knock.

HUTCH
(exasperated)
Now what?

He opens the door to reveal a STUDIO SECURITY GUARD holding Roger up by the scruff of the neck.

SECURITY GUARD
This clown says he's your brother.

INT. HUTCH'S DRESSING ROOM - MOMENTS LATER

Hutch downs the bromo.

HUTCH
Can somebody get you something?

ROGER RABBIT
No, that's okay.
(sighs)
I've got girl troubles. I need someone to talk to. I went by the hotel but you weren't there so...

HUTCH
Oh, yeah. Well the thing is, see, a bunch of us were out last night, Fritz and uh you wouldn't believe it, Judy Garland and Betty Grable and Jimmy
(MORE)

HUTCH (cont'd)
Stewart..And I don't know, I got carried away and I invited everybody back to my room for a night cap and well, I couldn't take them to the Aaoogah, so, you know...I got a room at the Beverly Hills Hotel.

ROGER RABBIT
How can you afford--?

HUTCH
Didn't I tell you? I got paid yesterday.

ROGER RABBIT
You did! Great. We can wire money home right away and--

HUTCH
Actually, I spent it.

ROGER RABBIT
All of it?

HUTCH
Well, yeah. But I'll get paid again in a couple of weeks so...

ROGER RABBIT
But the mortgage is due...

HUTCH
You think I don't know that? Look, Fritz has me lined up to star in his next two pictures so...I'll buy them another farm.

ROGER RABBIT
But it's our home.

HUTCH
Don'tcha see Roger, to feel like a somebody ya gotta act like a somebody and for the first time last night I felt like a somebody...Somebody special.

ASSISTANT DIRECTOR
(pops his head in)
You're wanted on the set, Mr. Rabbit.

HUTCH
I gotta go. Oh, heck, you said something about "girl troubles?"

ROGER RABBIT
Nevermind.
(after Hutch exits)
That's the least of my troubles.

CUT TO:

EXT. THE WAREHOUSE DISTRICT - A SHORT TIME LATER

Roger sadly walks along the street. The red car stops and Wink Dilly hops off. At the sight of Wink, Roger dashes into the alley. Wink follows.

EXT. THE AAOOGAH ARMS - MOMENTS LATER

Roger is a blur as he speeds inside. Wink a beat behind.

INT. THE AAOOGAH ARMS - CONTINUOUS

Wink enters and stops, overwhelmed by the toony commotion and destruction, which has escalated since last we were here. Wink scans the lobby for Roger but he's nowhere to be seen.

He dodges out of the way just as THE BIG BAD WOLF comes crashing through a wall. Popeye steps into the outline of the Big Bad Wolf.

POPEYE
That'll teach you to huff and puff and blow my Olive's door down...
(spots Wink Dilly)
Oh my goshk, it's Wink Dilly!

Every other toon in the lobby stops, turns and GASPS at the sight of Wink. Even Carl Stalling stops playing.

Wink grins. The toons swarm him, fondly petting and oohing & aahing over him. Stalling UNDERSCORES the happy reunion.

ALL
(overlapping)
Good to see you, Wink./You haven't changed a bit./Where ya been?/This is a surprise.

LITTLE CHEEZER
We missed ya. Yep yep we sure did.

GRAMPY
What brings you here?

WINK DILLY
Well, I'm here to see Roger. Roger Rabbit.

EGGHEAD
Room three twenty three, sixth floor.

Wink heads for the elevator.

DOC
(aside to Happy)
Maybe he's going to do cartoons again!

HAPPY
If it's silly--

ALL
It's a dilly!

INT. HALLWAY - MOMENTS LATER

As the Dumb Waiter piggybacks Wink by, Betty Boop & Petunia Pig peek out of their room.

BETTY BOOP
Betcha Wink's still sore about Ink and Dink. He's going to give Roger the business for certain.

PETUNIA
Not Wink Dilly. He'd never hurt a toon.

ANGLE ON THE DOOR TO ROGER'S ROOM

The Dumb Waiter drops Wink at the door. He knocks.

INT. ROGER'S ROOM - CONTINUOUS

Roger, terrified, backs away from the door. The doorknob jiggles.

INT. HALLWAY - ON WINK

He opens the door and steps inside. Roger isn't there. He goes to the open window and looks out.

EXT. AAOOGAH ARMS - CONTINUOUS - ON WINK

He searches outside for Roger. We TILT DOWN to reveal Roger holding on by his fingertips to the window ledge, unseen by Wink who closes the window.

CLOSE ON ROGER

Constipated with pain. He cannot scream lest he give himself away.

INT. HALLWAY - ON WINK

As he comes out of Roger's room and moves down the hallway, the TOONERVILLE TROLLEY careens by, taking out chunks of wall. Wink tries to stick a chunk of wall back in.

BETTY BOOP
Don't bother. It'll just get knocked out again.

WINK DILLY
I don't get it. You toons are big stars. How can you live like this?

BETTY BOOP
Gotta have a sense of humor, that's for sure.

PETUNIA
Besides, what other choice do we have?

BETTY BOOP
We're lucky to have the Aaoogah. Year after year, Marvin Acme loses money on this place but he still lets us stay here for free.

WINK DILLY
Yeah, well somebody oughta do something about it.

Wink stops, realizes what he said and who that somebody oughta be.

INT. LOBBY - MOMENTS LATER

Wink hurries to the door just as Ignatz pulls another brick from the fireplace and the whole structure caves in covering all with mortar and dust.

POPEYE
Where ya goin, Wink?

WINK DILLY
To work.

EXT. AAOOGAH ARMS - CONTINUOUS

As soon as Roger sees Wink ride away on the Red Car he lets loose with a huge SCREAM of pain.

CUT TO:

EXT./INT. WINK DILLY'S TRAILER - A SHORT TIME LATER

In his tiny trailer, Wink rummages through a small closet and finds a roll of drawing paper. He finds a case and blows the dust off of it to reveal his name engraved on it: *"To Wink Dilly From Winsor McCay."* With one swoop of his arm, he clears the dishes off the kitchen table, unrolls the paper, opens the case and takes out a pen. He begins to draw. A man obssessed.

INT. ACME GAG FACTORY - A SHORT TIME LATER

Roger follows Marvin Acme.

MARVIN ACME
There's only one way you can make that kind of money by the thirtieth, Roger.

ROGER RABBIT
I'll do anything.

At a door marked, "CAUTION ANVIL TESTING, Marvin dons a hard hat.

MARVIN ACME
(as he opens the door)
You get paid by the anvil.

ROGER'S POV - A WAREHOUSE FULL OF ZILLIONS OF ANVILS

Ala the "Indiana Jones" storage room where the Ark of the Covenant is stored, the anvils go on forever.

ON MARVIN & ROGER

Roger glances at a calendar: It's MONDAY, the 26th.

ROGER RABBIT
And how many do I need to test to...

MARVIN ACME
All of them.

Roger's ears doik, his face freezes and his whiskers zap.

CUT TO:

MUSIC UNDERSCORES THE FOLLOWING SEQUENCE ("THE ANVIL CHORUS")

INT. ACME GAG FACTORY - MOMENTS LATER

Roger stands on an "X" drawn on the floor. An ANVIL falls on his head and he is flattened to the floor. A GLOVED MECHANICAL HAND lifts the anvil off of Roger and places it on a conveyor belt. Roger is pancake flat on the floor, his face in a puckered pose of pain.

A QUICK SERIES OF SHOTS:

1) Roger's eyes are squeezed shut, his ears twitch, the anvil falls and he is flattened.

2) Roger mumbles a silent prayer and he is flattened.

3) Roger wears an impossible amount of protective gear and he opens an umbrella. The anvil rests atop the umbrella for a beat and then Roger is flattened.

CUT TO:

INT. SOUND STAGE/THE JACK & THE BEANSTALK SET - DAY

Gillian & Hutch pose, in costume, for publicity stills. Fritz directs various poses. The PHOTOGRAPHER snaps away. Fritz ushers Gillian out of the way and steps in beside Hutch. The Photographer takes several shots.

CUT TO:

INT. ACME GAG FACTORY - ANOTHER QUICK SERIES OF SHOTS:

1) Roger rises INTO FRAME, loopy, TWEETING BIRDS circle his head and he is immediately flattened by another anvil. In

2) Hust as the next anvil drops Roger holds up a sign: "help me" and is flattened.

3) Roger's expression is deadpan, resigned. He is flattened.

CUT TO:

EXT. COUNTRY CLUB - DAY

Hutch sinks a putt. Fritz claps him on the back.

CUT TO:

ANGLE ON CALENDER - TUESDAY, THE 27TH

INT. ACME GAG FACTORY - ON ROGER

Smiling like a loopy lunatic, three anvils fall stacking on top of his head. A beat and Roger crumbles like a cookie.

CUT TO:

INT. PACKARD SHOWROOM - DAY

A bright white Packard Convertible revolves on a turntable. Fritz beams as Hutch signs papers, buying it on credit.

CUT TO:

INT. ACME GAG FACTORY - ON ROGER

He looks up. His irises shrink. Utter horror. We PULL BACK WIDE to REVEAL the anvil poised over his head is a tremendously huge five thousand pound anvil. It falls on Roger.

CUT TO:

EXT. HOLLYWOOD BLVD. - NIGHT

Dressed to the nines, Hutch & Gillian glide out of Musso & Franks and past A NEWSTAND where Hutch admires wall-to-wall copies of "PHOTOPLAY" magazine, all with Fritz and Hutch on the cover. Copy reads: "Director Fritz Fritz & Hollywood Heartthrob Hutch Rabbit."

CUT TO:

ANGLE ON CALENDAR - WEDNESDAY THE 28TH

INT. ACME GAG FACTORY - ON ROGER

He looks up and scoffs. A "get a load of this" thumb gesture. We PULL BACK to REVEAL the anvil poised above his head is a teenie weenie anvil the size of a small toy. It falls and takes Roger straight through the floor.

CUT TO:

EXT. SANTA MONICA PIER - DAY

Hutch is surrounded by adoring FANS all clamoring for his autograph. Gillian stands to the side helding two melting ice cream cones.

CUT TO:

INT. ACME GAG FACTORY - ON ROGER

He flinches as another anvil drops. It bounces like rubber off his head. The mechanical hand picks it up, another hand stamps it "DUD" and it is tossed into the dud barrel.

CUT TO:

INT. HOLLYWOOD ROOSEVELT/THE CINEGRILL - NIGHT

We PAN a table of stars dining in the Cinegrill: CLARK GABLE chats with CAROLE LOMBARD, KATE HEPBURN, JIMMY STEWART, CARY GRANT joke together, FRED ASTAIRE & GINGER ROGERS laugh it up with JIMMY CAGNEY and Hutch blatantly flirts with BETTY GRABLE to the chagrin of Gillian, who is trapped listening to Fritz Fritz's incessant yammering about art.

CUT TO:

ANGLE ON CALENDER - IT'S THURSDAY THE 29TH

INT. ACME GAG FACTORY - ON ROGER

The LUNCH WHISTLE BLOWS. Roger sits down on a bench, opens his lunchbox and is immediately flattened by an anvil.

CUT TO:

EXT. GRAUMANN'S THEATRE - NIGHT

A huge illuminated sign is suspended across Hollywood Blvd. prominently displaying: "YOU CAN'T TAKE IT WITH YOU." It's the premiere. Spotlights sweep the night sky. THOUSANDS of ONLOOKERS and ADORING FANS wait behind velvet ropes hoping to catch a glimpse of a star. A limo pulls up. The CROWD surges forward. Gillian & Hutch emerge from the limo, followed by Fritz. The CROWD goes wild. Hutch now wears a cape and a jaunty hat tilted to one side.

<u>END MUSIC UNDERSCORE</u>

ON WALTER WINCHELL

As Hutch, Gillian & Fritz Fritz stroll towards him on the red carpet.

WALTER WINCHELL
Ladies & Gentlemen, it's Handsome Hollywood Heartthrob Hutch Rabbit and his lady of the moment, Gillian Fontaine. Mr. Rabbit...America wants to know...to what do you attribute your meteoric rise to famedom?

HUTCH
R.K. Maroon of course, and my public, but there's one person who really deserves the credit. For giving me my lucky break...

Gillian blushes.

HUTCH (CONT.)
For inspiring me. For making me the man I am today...Fritz Fritz.

Gillian, stung, backs away, as Fritz takes the microphone.

FRITZ FRITZ
America, I am proud to have discovered this wet-behind-the-knees-newcomer and I want you all to be sure to see him in my film "Jack And The Beanstalk" when it opens. Hutch Rabbit's performance is not to be believed.

CUT TO:

ANGLE ON CALENDAR - IT'S FRIDAY THE 30TH

INT. ACME GAG FACTORY - CLOSE ON ROGER

An anvil falls on Roger's head. He is flattened.

ROGER RABBIT
That's it! I've had it! I can't take it anymore! I CANNOT take another anvil to the head!

Another anvil falls.

ROGER RABBIT (CONT.)
I give up! It's impossible! No one could test all those anvils! It can't be done! I'm sorry Ma, I can't do it Pa...I tried but I JUST CAN'T DO IT!!!

The gloved mechanical hand taps Roger on the shoulder and points. Roger looks.

WIDE ANGLE ON SCENE

The warehouse is completely empty. Roger has tested every anvil.

ROGER RABBIT (CONT.)
I did it?
(overjoyed)
I did it! Whoo hoo! I knew I could do it!!

INT. MARVIN ACME'S OFFICE - CONTINUOUS

Marvin studies something on his desk. We don't see it yet. A haggard Wink sits in a wingback chair across from him.

WINK DILLY
That's the design. What do you think?

MARVIN ACME
I always wanted to do something about the Aaoogah, but I couldn't afford to. Gags aren't selling like I thought they would. But there's a new breed out there... Animators like Tex Avery and Chuck Jones. Mark my words, Wink Dilly, someday Acme products'll be in every cartoon.
(decides)
Heck, it's time the toons had a better place to live. Let's do it.

ROGER RABBIT
(bounds in)
I did it! I took every anvil to my head!

MARVIN ACME
Well, I'll be. Here ya go, son.

Marvin hands Roger an envelope. He slips a letter into it.

MARVIN ACME (cont'd)
Now, before you go, there's somebody you should meet.

Wink Dilly swivels around to face Roger.

ROGER RABBIT
(backs away)
Oh no, not you. I'm sorry about your Hyenas. I didn't mean to--

WINK DILLY
I know you didn't. And it's okay. They weren't my best work anyway. You were.

MARVIN ACME
He drew you, Roger.

ROGER RABBIT
Drew me? What do you mean? I was born in Ho-Hum Kansas to Florine and Ishmael Rabbit.

WINK DILLY
Toons aren't born, Roger. They're drawn.

ROGER RABBIT
I'm sorry, Mr. Silly Nilly, or whatever your name is, but you've got the wrong rabbit.

Roger exits, slamming the door behind him.

EXT. MARVIN'S OFFICE - ON ROGER

Angry, he walks TOWARDS CAMERA. In the b.g., Wink opens the door.

WINK DILLY
(hollers)
If you don't believe me, check inside your right glove. I always sign my work.

Roger ignores him.

EXT. ACME GAG FACTORY - ON ROGER

Alone, he checks his glove.

CLOSE ON HIS GLOVE

On the underside of the cuff, Wink Dilly's signature.

ON ROGER

ROGER RABBIT
(thunderstruck)
Hutch?

WIDE ON SCENE

We FOLLOW Roger as he tears off down the street.

ROGER RABBIT (CONT.)
Hu-uuuuuutch!

CUT TO:

INT. SOUND STAGE - CONTINUOUS

Hectic last minute work is being done by the harried crew on what is to be the finale of the movie "Jack & The Beanstalk."

FRITZ FRITZ
People! People!

The cast gathers around Fritz Fritz.

FRITZ FRITZ (CONT.)
This is the most important scene in my film.
(intense)
Jack, guilty of murdering the giant, is condemned to death by hanging. Hutch, I need more than you've given me before. Gillian, I want to feel your pain. The only man you've ever loved is being taken from you so dance it baby dance it! Now, chorines? In the tower Hutch has a tricky costume change so to cover, we have your big tap number. Keep it moving, girls. Then when Jack descends the tower I want absolute silence. Hutch, don't sing your solo until midway across the River of No Return. Timing is critical.
(to the A.D.)
As the noose is slipped around Jack's neck, that's your cue to lower the harp, slowly like a majestic vision, so she can make a final plea for Jack's life...but it is of no matter, Jack hangs. Is the rigging ready to raise the singing demons up out of the river to claim Jack's soul?

ASSISTANT DIRECTOR
Ready.

FRITZ FRITZ
Wunderbar. You, camera, I want an extreme close-up of Jack swinging from the gallows. It is the final shot of the movie, make it powerful.
(claps)
We must get this in one take, so no mistakes. Take me up.

Fritz Fritz is raised up on a Chalmers crane to high above the set.

ON HUTCH

HUTCH
(to a reporter)
This picture's got it all. It's got everything the public loves about musicals...

GILLIAN
(passing by)
The good guy didn't win, the boy didn't get the girl...There's even a tragic ending.

In more ways than one.

ASSISTANT DIRECTOR (O.S.)
PLACES!

NEW ANGLE ON SCENE

Everyone scrambles into first positions.

ASSISTANT DIRECTOR
Quiet on the set. And we have speed. Cue playback...

FRITZ FRITZ
And action!

EXTREME ANGLE UP ON JOHN BARRYMORE

Barrymore is double-cast as a JUDGE.

JOHN BARRYMORE
You have been found guilty of murder in the first degree. You are sentenced to hang by the neck until you are dead, dead...dead.

Barrymore BANGS a massive gavel.

ANGLE ON A CHORUS GIRL

Wearing a fantastically hideous death masque. She peels off revealing she is at the front of a long line of CHORUS GIRLS who peel side to side to reveal Hutch, as Jack. His head hung in shame. The girls dance O.S. leaving him alone.

Gillian, as the Giant's serving girl/secretary, dances in. They dance through fog - a pretentious goodbye ballet. They are joined by the Chorus Girls who circle them.

EXTREME ANGLE DOWN ON DANCE

The Chorus Girls in a kaleidoscopic floor pattern ala Busby Berkley, around the gyrating Hutch & Gillian.

ON FRITZ

Pleased.

BACK ON HUTCH

He dramatically dances back away from Gillian and is lifted into the air atop a PRISON TOWER which rises out of the floor. In place of crenels, HUGE ROUND BALLS adorn the top of the battlement. A parapet walk spirals all the way down the tower.

EXTREME ANGLE UP ON HUTCH AS JACK

With a flourish, he disappears.

ON GILLIAN AS THE GIANT'S SERVANT GIRL/SECRETARY

She morbid jazz dances away as FORTY TWO CHORINES TAP DANCE INTO FRAME. All wear gigantic TOMBSTONE headdresses.

ANGLE ON SOUND STAGE DOOR - BEHIND THE SET

The door cracks open and Roger slips inside.

ROGER RABBIT
Hutch?

The SOUND GUY shushes him.

ROGER'S POV - UP ON HUTCH

On a platform atop the tower backstage, Hutch quickly changes into a shroud.

FOLLOW ROGER

As he quietly ascends the back stairs of the set.

ON HUTCH

Roger comes up INTO FRAME on the platform next to him.

ROGER RABBIT
(whispers)
I need to talk to you.

HUTCH
(sotto)
Not now, we're filming!

SFX GONG, GONG, GONG! Startled, Roger jumps. He accidentally bumps into one of the crenel balls. Roger watches, aghast, as the ball knocks into another ball which knocks into another, setting up a chain reaction. Roger desperately tries to stop the last ball from falling, grabs on to it, and is rolled with it down the parapet walk heading straight for the river below.

ROGER RABBIT
(rolling)
Eieieieieieiieieieieieiieiii.

Hutch watches horrified as...

THE "ROGER" BALL

Rolls to the bottom of the parapet stairs and stops. Roger peels off with a small "whew." Tremendous toon take when he sees the rest of the balls rolling straight at him. To avoid being bowled over, he dives into the DEATH BOAT on the RIVER OF NO RETURN. The balls SLAM into the back of the boat, sending it shooting across the water.

THE "DEATH BOAT"

Crashes into a STONE WALL surrounding the ISLAND OF THE GALLOWS. The stones topple into the bow of the boat. The weight causes the stern to flip up, catapulting Roger through the air and straight into the arms of...

FRITZ FRITZ

The force of Roger's trajectory causes the camera crane to spin. Roger & Fritz topple off of the crane. They fall. At the last second, Fritz's foot is caught in the noose. He hangs upside down by one leg.

ROGER

Falls and hits the tombstone headdress of a chorine. He bounces into the River of No Return.

ON THE CHORINE

Her arms windmill as she tries to keep her balance but she topples over, straight into another tombstone chorine.

EXTREME ANGLE DOWN

One by one the tombstone chorines tumble like dominos in an intricate pattern.

ON THE LAST TOMBSTONE CHORINE

She topples into the A.D. causing him to let go of his end of a fly-rig.

EXTREME ANGLE UP ON JESSICA AS THE HARP

Plummeting TOWARDS CAMERA.

JESSICA ROSE LEE
Aieeeeeeeeeeeeeeeeeeeee!

At the last second the rope catches, breaking her fall.

WIDE ON SCENE

Fritz's flailing causes the scaffolding to tip. It hits Jessica's fly rigging. She's knocked through the air and smacks into the tower which cracks sending Hutch falling into the River.

Jessica swings wildly like a pendulum.

Suddenly, out of the water rises Hutch. Roger is wrapped around his head, clinging for dear life. They are precariously perched atop a tremendous structure which rises up to REVEAL DEMON DANCERS on it, ala Esther Williams. The dancers dance, doing their best to ignore the mayhem.

Jessica swings INTO FRAME. She slams into Roger who grabs onto her to keep from falling. Hutch holds onto Roger. She carries them swinging off with her. They slam into the gallows scaffolding. It collapses.

At the last second, Fritz grabs onto Jessica. He frantically climbs her, accidentally slipping a hand down the front of her dress. SFX JAWS SNAP and Fritz yanks his hand out to REVEAL a HUGE TOON BEAR TRAP on it. He YELPS, lets go and falls.

The wire on Jessica's fly rigging snaps and Jessica, Roger, & Hutch plummet to the ground. SMOKE POTS go off, obscuring the view with smoke. A beat of stunned silence. Then, from somewhere in the rubble...

FRITZ FRITZ
(small)
Cut.

ON GILLIAN, MAMA ROSE LEE & THE CREW

They watch, too stunned to move.

BACK ON SCENE

The smoke clears to REVEAL Fritz Fritz, wringing Roger's neck.

HUTCH
Hey, you can't do that to my brother.

FRITZ FRITZ
Why not?

HUTCH
It's my job.

Hutch wrings Roger's neck.

ROGER RABBIT
I'm sorry. I didn't mean to ruin everything. Ya gotta believe me.

Hutch drops him and walks away. Roger follows.

HUTCH
You always mess everything up. Can't you do anything right?

ROGER RABBIT
I got the money to save the farm. See?

Roger hands Hutch the envelope.

HUTCH
It's *simoleons*, Roger. You can't save the farm with *simoleons*.

He throws the simoleons to the ground. Daffy dives for it.

ROGER
I know. I'll put everything back. You can start over again...Take it from the top?

GILLIAN
It was an accident, Hutch.

HUTCH
With Roger, it's *always* an accident.

ROGER
Puh-puh-please...what can I do?

HUTCH
You know what you can do? Get lost. Take a slow boat to China. Get the picture?

ROGER RABBIT
In technicolor.

Gillian watches as Roger sadly walks away.

GILLIAN
The wedding is off.

HUTCH
I never asked you to marry me.

GILLIAN
You should have.

She turns on her heel and storms off. Angry, Hutch is about to wad up the envelope when he notices the letter inside. He takes it out and reads it.

ROGER RABBIT (V.O.)
Dearest Mater, Pater and Grandmater: Hopefully by now you have received the money Hutch and I wired you...enough to save the farm. Mostly, it was Hutch's money but I put in what I could. Gee, you'd be proud of Hutch. I know I am. My brother is special after all. He's a real somebody. Love, Roger.

Hutch looks up from the letter, guilt-stricken.

CUT TO:

EXT. BACKLOT - FOLLOW HUTCH

He walks alone, lost in thought. He sings a song filled with regret.

MEMORY MONTAGE

1) In the sky over the Rabbit Farm in Kansas, a TOON STORK flies in carrying a bundle in its beak. He flaps down, looks at mailbox. It says: "Rabbit."

Inside the farmhouse, Ma, Pa, Grandma & nine year old Hutch run to the door and open it.

There on the doorstep is Roger, full size, wearing a baby bonnet and sucking on a binkie. Hutch hugs him, turns pleading eyes to his bewildered parents.

2) Roger's first day of school. Hutch leads him to the classroom. Roger grabs onto the door frame, refuses to go in. Hutch pulls him in, they topple, roll to a stop at the feet of a stern looking school teacher.

3) Hutch comes upon a couple of schoolyard bullys who are stretching Roger between them. Hutch knocks the biggest bully down and takes his stretched out brother home.

4) Roger covers Hutch's eyes and leads him to a tree. Hutch opens his eyes to find a swell tire swing. He smiles, looks back to see Pa scowling at them. The front tire of his pickup is gone.

5) In the living room, Ma has a heart-to-heart with Hutch & Roger.

MA
You're old enough to understand this now. Some sons are born to their mothers and some sons are gifts from God.

ROGER RABBIT
That's what I thought...

She kisses him and exits.

ROGER RABBIT (CONT.)
Hutch, you're a gift from God.

6) On Christmas morn, Roger & Hutch sing and dance and for Ma & Pa & Grandma.

7) Hutch is in the front seat of a car making out with a pretty FARM GIRL. We REVEAL another pretty FARM GIRL in the back seat staring aghast at Roger who gargles mouthwash, slicks back his hair, and wiggles his eyebrows at her.

8) And on Hollywood Blvd...

ROGER RABBIT
(smiles)
You're right, Hutch. Hollywood's the place for me.

<u>END MEMORY MONTAGE</u>

EXT. BACKLOT - ON HUTCH

Rain falls on him. He sighs and as he walks AWAY FROM CAMERA we PULL BACK to REVEAL the rain falls courtesy a rain machine on the backlot.

DISSOLVE TO:

INT. R.K. MAROON STUDIOS/A SCREENING ROOM - LATER

Fritz Fritz paces. Hutch sits alone, slumped, miserable. Gillian sits on the other side of the room, equally miserable. Jessica Rose Lee & Mama sit together.

ASSISTANT DIRECTOR
(enters)
R.K.'s on his way.

Fritz sits down and rubs his hands. R.K.'s Secretary opens the door and R.K. breezes in.

R.K. MAROON
Hey, hi everybody.
(sits)
Can't wait to see what you kids cooked up. Let her roll.

FRITZ FRITZ
(offers R.K. writing implements)
Do you want to be taking notes?

R.K. MAROON
(waves him off)
If my fanny squirms, it's bad. If my fanny doesn't squirm, it's good. Simple as that.

Fritz signals the booth. The lights dim. Faces are illuminated by the screen as the film begins.

HUTCH (O.S.)
What's troubling you, Mother?

GILLIAN (O.S.)
Everything. I stare into the black abyss and I am filled with dread.

R.K. squirms.

INT. SCREENING ROOM - ANGLE ON SCREEN - LATER

Jack & the Harp square off in the Giant's corporate office.

HUTCH
What is it the giant manufactures?

JESSICA ROSE LEE
Misery, misery...nothing but misery.

HUTCH
Then why is he so rich?

JESSICA ROSE LEE
Because there is so much misery.

ON R.K.

His fanny's really squirming now.

INT. SCREENING ROOM - LATER - ON HUTCH

He sinks, realizing he's dreadful and so is the film.

HUTCH (O.S.)
Loving me is pointless. I am nothing.

GILLIAN (O.S.)
I am nothing too. Together we are nothing. So be it.

GIANT (O.S.)
Fee fi fo fum, I smell the blood of a worthless scum...

INT. SCREENING ROOM - ON R.K. & FRITZ FRITZ - LATER

R.K. seethes. Fritz Fritz sweats.

DAFFY DUCK (O.S.)
The giant is dead!

ANGLE ON SCREEN

Chorus girls chant "DEAD" over and over again in a discordant minor key, as they strike macabre dance poses around the prostate giant. The screen goes white. Fritz leaps to his feet.

FRITZ FRITZ
That is a rough idea of..

R.K. MAROON
That is a piece of--

Behind Fritz, the finale footage rolls.

FRITZ FRITZ
(frantic)
No! No! Turn it off!
(to R.K.)
I don't want you to see this yet. I'm reworking the ending and--

R.K. MAROON
Siddown.

R.K. yanks Fritz down.

R.K. MAROON (CONT.)
I paid for it, I want to see it.

Fritz Fritz sinks down into seat.

The entire escapade of Roger destroying the finale has been captured on film. As it rolls, R.K. begins to LAUGH. The more he sees of Roger, the more he LAUGHS. Everyone LAUGHS except Fritz Fritz.

R.K. nearly busts a gut when Fritz Fritz gets his hand caught in Jessica's bear trap.

JESSICA ROSE LEE
(ala "Gypsy")
I'm funny, Mama...

MAMA ROSE LEE
You *are* funny, baby. But that rabbit? He's a SCREAM!!

And Mama erupts into the biggest toon laugh of all time. The footage ends. R.K. dabs his eyes.

R.K. MAROON
That scene's the only thing worth keeping in the whole damn picture. That rabbit's a hoot.

HUTCH
You're right. Roger Rabbit deserves to be the star of this picture not me.

FRITZ FRITZ
I agree. You are out, the rabbit is in.

FRITZ FRITZ (CONT.)
(to the Assistant Director)
Go tell him I wish to see him immediately.

HUTCH
I'll tell him. If he'll talk to me. Thanks for the break, Mr. Maroon. Sorry I didn't make more of it...but this town went to my head in the worst way.
(to Gillian)
Hope you get your farm someday. I'm going back, see if it's too late to save mine.
(to Fritz)
Guess you'll have to find some other chump's money to spend.

He exits. Jessica turns to Mama...her eyes wide, pleading.

MAMA ROSE LEE
Oh, I give up. Go with him.

JESSICA ROSE LEE
(hugs her)
Oh Mama...

Jessica runs out.

MAMA ROSE LEE
(to herself)
That rabbit just might be our ticket to the big time.
(to R.K.)
Every leading rabbit needs a leading lady...Whaddaya say?

R.K. MAROON
Hate to say it, but you're a little round and old and--

MAMA ROSE LEE
Not me, ya nit! Jessica! This picture needs her. Know what else this picture needs? A plot. Not too much though. Just enough to hang some songs on. And it needs heart. Every musical's gotta have heart.

R.K. MAROON
Get over to the script department.

MAMA ROSE LEE
Huh?

R.K. MAROON
Write it.

Pleased as can be, Mama exits to begin her career as a screenwriter.

FRITZ FRITZ
Brilliant, brilliant, R.K. Who knows more about the toony schtickiness than a toon? You are reading my mind.

R.K. MAROON
Can you read mine?

FRITZ FRITZ
No...what are you thinking?

R.K. MAROON
I'm thinking you're fired. There's the door. Use it.

FRITZ FRITZ
Fine. Other studios want me.

R.K. MAROON
Not once I get off the phone.

FRITZ FRITZ
Ffft...I care nothing for Hollywood anyway. No one in this town knows anything about art! I will go to New York. The theatre beckons.

He makes a dramatic exit.

GILLIAN
Well, I'm sure glad that's over. And R.K., if ever I think of giving another waiter a break into show biz, slap me silly won't you?

R.K. MAROON
(goading her)
You got it. That kid stunk up the place. He's got two left feet.

GILLIAN
I thought he danced rather...well.

R.K. MAROON
Oh really?

GILLIAN
He could sing pretty good too.

R.K. MAROON
Not a bad actor, actually.

GILLIAN
And you have to admit he's got that certain something that could just drive a girl nutty...

R.K. MAROON
So what are you saying?

GILLIAN
That I love him.

R.K. MAROON
So you don't mind if he stays in the picture?

GILLIAN
I wouldn't do it without him! Good heavens, he's going back to Kansas!

R.K. MAROON
Not if we get to him first!

CUT TO:

EXT. AAOOGAH ARMS - A SHORT TIME LATER

Hutch's Packard pulls up. Jessica waits while Hutch runs inside.

HUTCH
(runs back out)
He's not there.

He drives off just as Gillian arrives in her convertible with R.K. She runs inside.

GILLIAN
(runs back out)
He went to the Acme Gag Factory.

CUT TO:

INT. ACME GAG FACTORY/MARVIN ACME'S OFFICE - MOMENTS LATER

Marvin discovers an envelope of cash on his desk.

MARVIN ACME
Oh no...

Hutch & Jessica enter.

HUTCH
Where's Roger?

MARVIN ACME
He quit. And now I know why. I keep an envelope of simoleons on my desk. I use it for tips. Always good for a laugh, a real gasser! And I gave him that instead of this. Poor fella.

JESSICA ROSE LEE
Did he say where he might be going?

MARVIN ACME
He took a slow boat to China.

HUTCH
What?!

MARVIN ACME
Got a swabbie job on the Pearl S. Buck.

WINK DILLY (O.S.)
When does it leave?

All turn, surprised to find Wink Dilly.

MARVIN ACME
Leaves Long Beach Harbor, six pm.

They look at a clock. It's 5:30. Wink is the first one out.

EXT. ACME GAG FACTORY - CONTINUOUS

Jessica & Hutch run out of the factory.

JESSICA ROSE LEE
Wink wouldn't hurt my hunnybunny. Would he?

HUTCH
I don't think he's going down there to give him flowers.

Suddenly, the warehouse doors fly open and Wink Dilly rides out on a bright red ACME DELUXO BICYCLE. Hutch lunges for him.

HUTCH
Hey!

CLOSE ON THE ACME DELUXO BICYCLE

Wink pushes a button on the handlebars. ACME TURBO ROCKETS fold out, IGNITE and the bicycle ROCKETS O.S.

Hutch & Jessica tear off after Wink just as Gillian & R.K. arrive. Gillian spots Hutch's Packard and follows.

CUT TO:

EXT. A STREET - MOMENTS LATER

Wink whizzes THROUGH FRAME. A beat. Hutch races THROUGH FRAME. Another beat. Gillian zips THROUGH FRAME.

EXT. ANOTHER STREET - A SHORT TIME LATER

Wink makes a hard right, down onto PACIFIC COAST HIGHWAY. A beat. Hutch swerves and fishtails after him. Another beat. Gillian misses the turn. She brakes to a SCREECHING stop, reverses, and turns down onto PACIFIC COAST HIGHWAY.

INT. HUTCH'S PACKARD CONVERTIBLE - CONTINUOUS

HUTCH
Great. Can you believe the traffic in L.A.?

We REVEAL the highway is empty, except for a slow-moving PRODUCE TRUCK and a couple of cars ahead of him, going south. In the distance ahead of the slow-moving truck is Wink on his bicycle. Hutch moves to pass the truck, but a car is oncoming, forcing him back into his lane.

HUTCH (CONT.)
Come on come on come on...

He lays on the horn. He again tries to pass the truck, but another car is oncoming. Hutch shifts gears and hits the gas pedal.

ANGLE ON HUTCH'S PACKARD

He swerves onto the shoulder and speeds past the truck on the right. A beat and Gillian's convertible does the same thing.

ON WINK'S BICYCLE

The blare of a HORN behind him.

WINK'S POV - THROUGH SIDE MIRROR

Hutch is right behind him. He bumps the backend of the bicycle.

ON WINK

WINK DILLY
(to himself)
That guy's screwy!

He pushes a RED BUTTON on the handlebars.

CLOSE ON THE ACME DELUXO BICYCLE

The Turbo Rockets fold in, replaced by two ACME SUPER DUPER BOOSTER ROCKETS.

WIDE ON SCENE

The boosters IGNITE and EXPLODE, engulfing Wink & the bike in a cloud of BLACK SMOKE. Hutch swerves around him and careens off down the highway.

ON WINK DILLY

WINK DILLY
Lousy acme products.

He kicks the bike and it EXPLODES again. Gillian swerves around Wink who blinks, smoldering, ala Wile E. Coyote.

INT. GILLIAN'S CAR - CONTINUOUS

R.K. MAROON
I wanted to build a studio on all this marshland.

A car pulls onto the highway, between Gillian and Hutch.

R.K. MAROON (CONT.)
But the Conservation Corps put the kibash on it. Said it'd destroy the habitat of the uh...wild bellied yucker snacker, some stupid bird. As if anybody cares.

Gillian passes the car ahead of her, narrowly missing a head-on collision with an oncoming car.

EXT. LONG BEACH - MOMENTS LATER

Hutch whizzes under a banner: "THE CITY OF LONG BEACH WELCOMES THE RINGLING BROTHERS CIRCUS!"

INT. HUTCH'S PACKARD CONVERTIBLE - CONTINUOUS

JESSICA ROSE LEE
We'd better hurry.

Hutch careens around a corner.

ANGLE ON DASHBOARD CLOCK

It's 5:53! Suddenly, Hutch brakes to a stop.

JESSICA ROSE LEE (O.S.)
Why are you stopping?

WIDE ON SCENE

Hutch stopped because THE RINGLING BROTHERS CIRCUS PARADE is parading towards him. Frantic, Hutch backs up and turns off the street into an alley. A beat and Gillian brakes to a stop for the parade just as two CLOWNS tumble by.

R.K. MAROON
Clowns. Harumph. Why anybody likes a clown is a mystery to me.

He is hit in the face with a blast of seltzer. We REVEAL the culprit is one of the clowns, EDDIE VALIANT. At his side, his brother TEDDY, who bangs on a drum on which is stenciled: "THE VALIANT BROTHERS." Ala "Who Framed Roger Rabbit, the young Eddie Valiant sings, to the tune of "Merry Go-Round Broke Down."

EDDIE VALIANT
(sings)
My name is Eddie V.
His name is Teddy V.
We sing and dance
Drop our pants
To make you laugh, tee-hee!

Beyond the clowns, we see Hutch's Packard zoom back out onto the street on the other side of the parade.

EXT. LONG BEACH HARBOR - MOMENTS LATER

Hutch races to the docks to find the Pearl S. Buck. Jessica dashes to the SHIPPING OFFICE window.

JESSICA ROSE LEE
Where's the Pearl S. Buck?

The SHIPPING CLERK looks up from his schedule and reacts, dumbstruck and tongue-tied at the bounty of her womanly charms.

ANGLE ON HUTCH'S PACKARD

Gillian parks, jumps out and runs to find Hutch.

R.K. MAROON
(as he exits the car)
The kid must be taking the scenic route to Kansas.

ON HUTCH

Searching, frantic. Gillian catches up to him; R.K. a few steps behind.

HUTCH
Gillian?

GILLIAN
Hutch, I'm so glad I caught you before you--

Jessica runs in.

JESSICA ROSE LEE
Pier 21!

HUTCH
Roger's shipping out!

R.K. MAROON
What?!?!

ANGLE ON PIER 21

Hutch, Jessica & Gillian race down to the end of the pier, followed by the out-of-shape, out-of-breath R.K. Maroon. They stop. The merchant ship has already launched.

THEIR POV - THE PEARL S. BUCK

A tiny figure swabs the deck of the cargo vessel as it sails out of harbor and into the sunset. It's Roger. He looks up, spots them and waves sadly.

ON JESSICA & HUTCH & GILLIAN & R.K.

They sadly wave back.

HUTCH
I can't believe this.

GILLIAN
Oh, Hutch....

JESSICA ROSE LEE
Bon voyage my beloved bunny.

R.K. MAROON
I would've made a million off that rabbit.

HUTCH
(teary-eyed)
I should have treated him better.

JESSICA ROSE LEE
(teary-eyed)
I should have loved him better.

GILLIAN
(teary-eyed)
There was never a kinder or truer soul in all of Hollywood.

R.K. MAROON
(bawling)
I would've made a million off that rabbit.

HUTCH
This is all my fault. I don't blame him for leaving. I've been selfish conceited heartless and cruel. Why, if I had a mallet, I'd beat myself senseless.

A hand reaches INTO FRAME holding a toon mallet.

ROGER RABBIT (O.S.)
Here, use mine.

Hutch whirls around. Inexplicably, Roger is now behind them.

ALL
Roger?!

Hutch hugs Roger, then...

HUTCH
You mean to tell me you coulda gotten off that boat at any time?

ROGER RABBIT
Well, no, not *any* time. Only when it was funny.

JESSICA ROSE LEE
Oh, Roger...

She hugs him tight. He is engulfed in her bosom.

JESSICA ROSE LEE (CONT.)
I'll never turn my back on you again.

ON R.K. MAROON

R.K. MAROON
Some guys have all the luck.

ON HUTCH & ROGER

Hutch hands Roger the envelope full of cash, real cash.

ROGER RABBIT
What's this?

HUTCH
Well, it's not simoleons. Mr. Acme gave you the wrong envelope. That's the money you earned. You saved the farm, Roger.

ROGER RABBIT
I did?

R.K. MAROON
And what's more, I want you to star in "Jack & The Beanstalk."

Confused, Roger looks at Hutch.

R.K. MAROON (CONT.)
Don't worry about your brother. He's in it too. Apparently my leading lady refuses to do this picture unless it's with the man she loves.

ON HUTCH & GILLIAN

HUTCH
Is the wedding back on?

GILLIAN
Mmm hmm.

They kiss.

EXT. LONG BEACH HARBOR - MOMENTS LATER

Hutch & Gillian, Roger & Jessica & R.K. Maroon head for their cars.

HUTCH
Say Roger. When you came to the set, what was it you wanted to tell me?

ROGER RABBIT
That you weren't adopted, I was. I was drawn by...
(points)
Him.

Hutch turns to face Wink Dilly.

WINK DILLY
You were my best work. My brain child. I drew you back when toons were nothing more than pen & ink stick figures. You were a modern marvel in technicolor. The zaniest "It's A Dilly" cartoon character I ever created. But before your paint was even dry, you were stolen from me. I always suspected Oswald the Lucky Rabbit, he's one jealous S.O.B., but I could never prove it. Anyway, I just want the chance to work with you.

R.K. MAROON
And you've got it! You're going to direct Roger in "Jack & Beanstalk." Although, I can't pay you much, I've already lost a load on this picture.

WINK DILLY
I know a way to save you a bundle, R.K. We'll shoot on location.

R.K. MAROON
A fairy tale, on location? Where?

WINK DILLY
Toon Town.

Wink unrolls the drawing he showed to Marvin Acme. It's a b.g. painting of TOON TOWN. We PUSH IN on the PAINTING OF TOON TOWN. It ANIMATES and we are in...

EXT. TOON TOWN - DAY

It's the finale of the musical "RABBIT BROTHERS & THE BEANSTALK" -- the story of two brothers who journey to Cloudcuckooland seeking fame and fortune but are torn apart by selfish desire. They reunite in time to defeat the Giant and both find true love and happiness and save the farm. TOON BUILDINGS sway, the TOON SUN smiles, TOON BIRDS chirp as Hutch & Roger are carried TOWARDS CAMERA on the shoulders of TOONS -- all of the toons.

Hutch & Roger are joined by Gillian and Jessica as they SING & DANCE the FINALE. The song & dance incorporates many ACME PRODUCTS and a new toon, BABY HERMAN.

We PULL BACK to REVEAL we are watching the finale in a crowded MOVIE THEATRE. Everyone Roger & Hutch came across on their journey to this moment are here, even the CATERER and the TRAIN CONDUCTOR.

ON R.K. MAROON & MAMA ROSE LEE

MAMA ROSE LEE
(whispers)
Whaddaya think, R.K.?

R.K. MAROON
My fanny's not squirming.

ON MA & PA & GRANDMA

Wearing expensive new duds and loving it! Pa, overjoyed, beams at...

ROGER & HUTCH

Who sit, smiling, next to Jessica & Gillian.

ON WINK DILLY, MARVIN ACME & THE YOUNG STARLET

A YOUNG STARLET
(whispers to Wink)
I love the baby you drew. He's adorable.

On the other side of Wink, Baby Herman leans forward in his seat, a cigar in his mouth.

BABY HERMAN
Not so bad yourself, toots.

BACK ON THE MOVIE SCREEN

As the MUSICAL FINALE ends, Roger spots Baby Herman crawling up the beanstalk.

ROGER RABBIT
I'll save you Baby Herman!

Roger scales the beanstalk after him. The movie audience, O.S., LAUGHS & APPLAUDS.

FADE TO BLACK

THE END